

(THE COMPANIES ACT 2013)

PUBLIC COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

USHA MARTIN LIMITED

- I. The name of the Company is **USHA MARTIN LIMITED**.
- II. The Registered Office of the Company will be situated in the State of West Bengal.
- III. (A) The main objects to be pursued by the Company on its incorporation are:
 1. To manufacture, buy sell, exchange, alter, improve, manipulate, prepare for market, import or export or otherwise deal in all kinds of Jelly Filled Cables, foam filled cables, optical fibre cables, steel reinforced (ACSR) insulated cables and wires, rubber insulated wires and cables, cab tyre sheeted wires, p.v.c cables and flexibles, flexibles cards, cotton or silk braided, conduct wires and cables, low and high tension power cables, telegraph and telephone cables, low and high tension paper rubber or bitumen insulated lead covered power cables, armoured or non armoured extra high tension shielded and belted power cables, signalling cables, lead covered cables house installation, accessories or power cables, alplastable, cables with seamless aluminium sheath covered with a second seamless skin of thermoplastic material, overhead material, bare copper, bronze, aluminium wires and cables solid or standard for telephone, telegraph and signalling purposes, aluminium cables for overhead lines, bare copper and cadmium copper wire round or grooved for tram ways, trolley houses, etc. 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, lighting conductors, aerial of copper, bronze, phosphur bronze, aluminium varnish cambric insulated mains, furnace, ship wiring, switch boards, bell wires, fuse wire, lead, lead alloy and tinned copper and all kinds of cables, wires and conductors and accessories and also all types of wires and cables required for satellite communication and computers including laser beams,

microwave, underwater communication, optical fibre telecommunication, oil fields, mining, Railway, defence, etc.

2. To carry on the business of manufactures of and dealers in wires, cables, and lines of all kinds including A.C.S.R and all aluminium and copper conductors, electricals and electrical engineers, contractors and manufacturers of and dealers in tramways, ropeways, electrical and other apparatus, mechanical and chemical engineers and in all apparatus and things required for or capable of being used in connection with the generation, accumulation, distribution, supply and employment of electricity or other energy for lighting, heating, sound or power or any of them, compressed air, gas, steam, oil or any of them or otherwise and all matters incidental or ancillary thereto.
3. To carry on the business of manufacturing, buying, selling, re-selling, altering, importing, exporting, improving, assembling, distributing, leasing, hiring on hire purchase system or otherwise dealing in machinery and equipment for all types of wire cables, conductors, insulators, designs of high tension and low tension machines as hydro-thermal or diesel electric stations, generators, transformers, sub-stations and transformer stations, Low Tension & High Tension switchgear, Low Tension & High Tension networks, electric locomotives, tramway and industrial railway, electric railway lines converters and rectification stations for railways, post and industries, electric motor and electric tubes for all industrial and agricultural purposes, wiping plants, accessories and equipment and electrical medical equipment, industrial and domestic electric appliances and all types of telecommunication and electronic equipments.
4. To purchase, sell import, export, manufacture, repair or otherwise deal in all types of extruders, and other machinery and raw-materials used for the manufacture of all types of cables, sheeted and unsheeted wires etc.
5. To carry on all or any of the trades or business of (a) producers, manufacturers, makers, sellers and merchants of and dealers in ropes, cables, chains, hawsers, string, strands and twine of every kind and description; (b) wire-drawers and wire-workers and producers, manufacturers, makers, sellers and merchants of and dealers of every kind

of product composed in whole or in part of wire; steel-makers; re-rollers, founders, iron-masters, metallurgists, iron-mongers and alloy-makers; *pig iron*, billets, wire rods, bars, special steels and rolled products including tor kari; (c) copper-smiths; (d) ferrous and non-ferrous metal merchants or brokers; (e) producers, manufacturers and merchants of and dealers in all and every kind of product composed in whole or in part of hemp, sisal, flax, jute, cotton and other vegetable products, rubber, synthetic, manmade fibres, or other similar material; (f) electricians; (g) chemical merchants; (h) store-keepers; (i) manufacturers of and dealers in automobile components; (j) manufacturers of and dealers in machine tools . including wire drawing and allied machines; (k) manufacturers of and dealers in wire rope accessories, and allied machines including hydraulic machines, presses, proof loading machines and accessories, blocks, dies and accessories, ferrules, slings, fittings and accessories, equipment and materials for prestressed concrete system and bargrip seamless tubes for splicing, equipment and materials for installation, joining and fitting of cables, conductors including crimping tools, lugs, overhead fittings, EHV fittings and accessories and cutter tools; (l) to produce, manufacture, work up treat, buy and sell any material required in connection with, any of the foregoing businesses; (m) building, erection and construction engineers, contractors and fabricators and (n) development of programmes for computer applications and software and other allied activities.

6. To manufacture and service, install, maintain and operate telecommunication services of all types in telecommunication field, switching and other instruments and accessories thereof and to design, manufacture, sell, service, install erect, maintain and operate, all types of telecommunication network system(s) and to enter into joint venture agreement with Indian and or foreign parties in this regard.
7. (i) To own, assist, finance, support, establish, acquire, promote, collaborate, maintain and manage institutes, schools, colleges, universities, polytechnics, libraries, reading rooms, laboratories, vocational centres, distance education centres, correspondence schools, hostels, boarding houses and other bodies and institutions of all descriptions devoted to the cause of education/ training and research in telecom, information technology and related sectors and to establish, manage and run workshops or training centres or

research and development centres, hobby centres and the like to enable to get training knowledge skills, work culture and work discipline in technical, commercial, management or in any other form of education/vocation/research in the telecom, information technology and related sectors.

- (ii) To act as consultants/advisers on all matters with respect to buying, installation, maintenance, running and management of computer hardware and software, computer applications, peripherals, consumables, accessories and media and any office machine as required by persons, firms, company ies, associations, trusts, society or organisations whatsoever in India or abroad or commonly dealt in by persons engaged in such business of which may be conveniently be dealt in connection therewith, to maintain training centres and to provide management consultancy, techno economic feasibility studies of projects, design and development of Management Information System, Call centres, Teleservices, Remote services and all kinds of IT enabled services, to set up and run electronic data processing centres and to carry on the business of data processing, word processing and warehousing data conversion, data verification, data search, to maintain accounts, statements, documents, files or to make and deliver programmes on behalf of clients or for own use, to provide pay roll services, to maintain legal database and to undertake various designing, publishing and printing job orders.
- (iii) To impart overall training to Personnel to qualify them to cater to the needs of modern sophisticated technology in the telecom, information technology and related sectors and/or to undertake research on all problems connected with such training;
- (iv) To solicit, obtain and accept technical assistance and co-operation, including franchise for running educational and training programmes on their behalf, of foreign organisations in the field of education, training and research, leading to the development of supervisory personnel in telecom, information technology and related fields and to make available benefits of-such assistance and co-operation to the candidates and other organisations;

- (v) To organise and conduct special programmes for training of faculty members and trainers, teachers, supervisory personnel and professionals in specific technical trades or behavioral sciences and in general areas of supervisory training and development;
- (vi) To set up, operate, establish, takeover and/or manage educational classes, schools, centres, research centres, workshops for the purpose of conducting training courses.
- (vii) To undertake, carry on, promote, develop, organise, supervise, co-ordinate, affiliate, control, guide and/or aid all or any of the following:
 - (a) Exploration, experimentation, analysis, and/or activities in the fields of basic, natural and/or applied science for the expansion of knowledge pertaining to industry including telecommunication, engineering, economics and manufacture of any kind.
 - (b) Technical training relating to any industry including information technology, engineering, management, manufacture, telecommunication, products, substances, things, devices, equipments, materials, procedures and/or processes;
 - (c) Undertake, conduct research programmes and adaptation of research finding to experimental and demonstration and clinical purposes including the experimental production and testing of models, devices, equipments, materials, procedures and processes; and
 - (d) Research on problems in the domain of aforesaid training and industry including telecommunication and information technology;

- (viii) To establish, equip and maintain research centres, workshops, schools, colleges, institutes and museums and conduct and carry on either itself or in association or collaboration with Government, Local authorities, Institutes or other persons and institutions having objects wholly or partly similar to, those of the institution, experiment and to provide funds for such work either itself or in association or collaboration with Government, Local authority, Institutions or other persons and institutions as aforesaid and for payment to any person or persons engaged in research work, whether in Institutes own establishment or in establishments of any Government, Local authority or institutions u aforesaid or elsewhere.

 - (ix) To develop, create, design, license, make, buy, sell software software packages, to undertake the designing and development of systems and application software and to undertake electronic portal services, electronic commerce, payment gateways, electronic communications, mail messaging, electronic mail, Electronic Data Interchange, internet, intranet and extranet services, web browsing, data warehousing, data mining and electronic storefronts, to set up and run Bulletin Board Services and Web Information Server, provide web hosting services, public domain software services, to rent or buy information to be hosted on the server, public information or internet, CD-ROMs, paper or any other medium, create and service virtual market networks and any other web services and value added services, to set up or lease Gateway Internet Access Services and to act as system analyst, programmer and data processor.
- (B) The matters which are necessary for furtherance of the objects specified in Clause III (A) are:
1. To enter into agreement and contracts with Indian or Foreign individuals, companies or other organisations for technical, financial or any other assistance for carrying out all or any objects of the Company.

 2. To acquire by purchase or otherwise, build, construct, alter, maintain, develop, improve, enlarge, pull down, remove or replace and to work,

manage and control any buildings, offices, works, factories, mills, shops, plant, machinery, roads, ways, railway sidings, reservoirs, watercourses, electric works and other works and conveniences which may seem calculated directly or indirectly to advance the interests of the Company and to joint with any other person or company in doing any of these things.

3. To purchase, take on lease or tenancy or in exchange, hire, take options over or otherwise acquire land, buildings, hereditaments, property, assets, rights, estate or interest whatsoever and to hold, develop, work, cultivate, deal with and turn to account concessions, grants, decrease, licences, privileges, claims, options, leases, property real or personal or rights or powers of any kind which may appear to be necessary or convenient for any business of the Company and to purchase, charter, hire, build or otherwise acquire vehicles of any or every sort or description for use on or under land or water or in the air and to employ the same in the carriage of merchandise of all kinds and to carry on the business of owners of trucks, trams, lorries, motor cars.
4. To buy, sell, manufacture, repair, alter, improve, exchange, let out on hire, imports, export and deal in all factories, works, plant, machinery, tools, utensils, appliances, apparatus, products, materials, substances, articles and things capable of being used in any business which this Company is competent to carry on or required by any customers of or persons having dealings with the Company or commonly dealt in by persons engaged in any such business or which may seem capable of being profitably dealt with in connection therewith and to manufacture, experiment with, render marketable and deal in all products of residual and by products incidental to or obtained in any of the business carried on by the Company.
5. To establish and maintain any agencies in India or any part of the world for the conduct of the business of the Company or for the sale of any materials or things for the time being at the disposal of the Company for sale.
6. To sell, exchange, mortgage, let on lease, royalty or tribute, grant licences, easements, options and other rights over and in any other manner, deal with or dispose of the whole or any part of the undertaking, property, assets, rights and effects of the Company for such lawful consideration as

may be thought fit and in particular for stocks, shares, whether fully or partly paid up or securities of any other Company.

7. To pay for any properties, rights or privileges acquired by the Company and to remunerate any person, firm or body corporate rendering services to the Company either by cash payment or by allotment to him or them of shares or securities of the Company as paid up in full or in part or otherwise.
8. To undertake financial and commercial obligations, transactions and operations of all kinds in connection with the business of the Company.
9. To guarantee the performance of any contract or obligations of and the payment of money and interest on any stock, shares or securities of any Company, Corporation, Firm or person in any case in which such guarantee may be considered likely directly or indirectly to further the objects of the Company or the interests of its shareholders and generally to give guarantees and indemnities.
10. To draw, make, accept, endorse, discount, negotiate, execute and issue cheques, bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments or securities.
11. To acquire from any person, firm or body corporate or unincorporate, whether in India or elsewhere, technical information, knowhow, processes, engineering, manufacturing and operating data, plants, lay outs and blue .prints, useful for the design, erection and operation of plant required for any of the business of the Company and to acquire any grant or licence and other rights and benefits in the foregoing matters and things.
12. To engage, employ, suspend and dismiss executives, engineers, agents, managers, superintendents, assistants, clerks, coolies and other servants and labourers and to remunerate any such persons at such rate as shall be thought fit, to grant bonus, compensations, pension or gratuity to any such person(s) or to his widow or children and generally to provide for the welfare of all employees.

13. To apply for purchase or otherwise acquire and protect, prolong and renew in any part of the world, any patents, patent rights, brevets 'd' invention, trade marks, designs, licences, protections, concessions and the like conferring any exclusive or non-exclusive or limited rights to their use or any secret or other information as to any invention, process or privilege which may seem capable of being used for any of the purposes of the Company or the acquisition of which may seem calculated directly or indirectly to benefit the Company and to use, exercise, develop or grant licences or privileges in respect of, or otherwise turn to account, the property, rights and information so acquired and to carry on any business in any way connected therewith.
14. To expend money in experimenting on and testing and in improving or seeking to improve any patents, rights, inventions, discoveries, processes or information of the Company or which the Company may acquire or propose to acquire.
15. Subject to the provisions of the Companies Act, 2013 and rules made thereunder to receive money for business purposes of the Company on deposit or loan and borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture stock (perpetual or otherwise) and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the property or assets of the Company (both present and future) including its uncalled capital, and also by a similar mortgage, charge or Hen to secure and guarantee the performance by the Company or any other person or Company of any obligation undertaken by the Company or any other person or company as the case may be.
16. To invest any moneys of the Company in such investments (other than shares or stock in the Company) as may be thought proper and to hold sell or otherwise deal with such investment.
17. To acquire, underwrite, sub-underwrite, hold, sell, make advances upon and otherwise deal either for ready or on forward transactions in shares., stocks, debentures, debenture stocks, bonds, mortgages, obligations and securities of any kind issued or guaranteed by the Company (body corporate

or undertaking) of whatever nature, carrying on business of shares, stocks, debenture stocks, bonds, mortgages, obligations, and other securities issued and/or guaranteed by the Government, Sovereign ruler, Commissioners, Trust, Municipal, local or other authority or body of whatever nature, whether in India or abroad and to carry on all kinds of investment business and to deal and invest in gold, silver, and other precious metal and jewellery and ornaments made of gold, and other precious metals, diamond, precious and semi-precious stones and articles and utensils made of gold, silver and other precious metal as may be thought fit and to vary the investment as may from time to time be thought it.

18. To acquire and undertake all or any part of the business property and liabilities of any person or company carrying on or proposing to carry on any business which this company is authorised to carry on or possessed of property suitable for the purposes of the Company or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company.
19. To procure the recognition of the Company in or under the laws of any place outside India or with any other appropriate authority or authorities outside India.
20. To form, incorporate or promote any company or companies, whether in India or elsewhere, having amongst its or their objects the acquisition of all or any of the assets or control or development of the Company or any other objects or object which in the opinion of the Company could or might directly or indirectly assist the company in the development of its properties or otherwise prove advantageous to the Company and to pay all or any of the cost and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be rendered in obtaining subscriptions for or placing or assisting to place or to obtain subscriptions for or for guaranteeing the subscription of or the placing of any shares in the capital of the company or any bonds, debentures, obligations or securities of any other company held or owned by the Company or which the Company may have an interest or in about the

formation or promotion of fee Company or the conduct of its business or in or about the promotion or formation of any other company in which the Company may have an interest.

21. To adopt such means of making known the products of the Company as may seem expedient and in particular by advertising in the press, by circulars, by purchase and exhibition of works of art of interest, by publication of books and periodical and by granting prizes, rewards, but the Company shall not make political donations as laid down under section 182 of the Companies Act, 2013.
22. To undertake and execute any trust, the undertakings of which may seem to the Company desirable and either gratuitously or otherwise and vest any real or personal property, rights or interest 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.
23. To enter into any arrangements, and to take all necessary or proper steps with Governments or with other authorities supreme, national, local, municipal or otherwise of any place in which the Company may have interests and to carry on any negotiations or operations for the purpose of directly or indirectly carrying out the objects of the Company or effecting any modification in the constitution of the Company or furthering the interests of its members and to oppose any such steps taken by any other company, firm or person which may be considered likely directly or indirectly to prejudice the interests of the Company or its members and to promote lawfully or assist the promotion, whether directly or indirectly, or any legislation which may appear to be in the interests of the Company and to oppose and resist, whether directly or indirectly, any legislation which may seem disadvantageous to the Company and to obtain from any such government authority or any company any charters, contracts, decrees, rights, grants, loans, privileges or concessions which the Company may think it desirable to obtain and carry out exercises and comply with any such arrangements, charters, contracts, decrees, rights, privileges or concessions.

24. To lend or deposit moneys belonging to or entrusted to or placed at the disposal of the Company to such persons or Company and in particular to customers and others having dealings with the Company with or without security, upon such terms as may be thought proper and guarantee the performance of contracts of such person or Company but not to do the business of banking as defined in the Banking Regulation Act, 1949.
25. To make advances upon or for the purchase of materials, goods, machinery, stores and other articles or services required for the purpose of the Company.
26. To insure with any other Company, firm or persons against losses, damages and risks of all kinds which may affect the Company, provided that nothing herein contained shall empower the Company to carry on the business of life assurance, accident assurance, fire assurance, employees' liability assurances, industrial assurance, motor assurance or any business of insurance or reinsurance within the meaning of Insurance Act, 1938, or any Act amending, extending, or re-enacting the same.
27. Subject to the provisions of Section 52 of the Companies Act, 2013 to place, to reserve or to distribute us dividend or bonus or bonus shuns among the members or otherwise to apply as the Company may from time to time think fit any moneys belonging to the company including those received by way of premium on shares or debentures issued by the Company at a premium and any moneys received in respect of dividends accrued on forfeited shares and moneys arising from the re-issue by the Company of forfeited shares.
28. To establish, provide, maintain and conduct or otherwise subsidise research laboratories and experimental workshops, for scientific and technical research, experiments and tests of all kinds, to promote studies and researches both scientific and technical investigations and invention by providing, subsidising, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing or contributing to the award of scholarships, prizes, grants to students or otherwise generally to encourage, promote or reward studies, researches, investigations, experiments, tests and inventions of any kind that may be

considered likely to assist any business, which the company is authorised to carry on.

29. To amalgamate or to enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint adventure or reciprocal concession with, any person or persons or company or companies carrying on or engaged in, or about to carry on or engage in, or being authorised to carry on or engage in any business or transactions 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.
30. To aid, pecuniarily or otherwise, any association, body or movement having for an object of the solution, settlement or surmounting of industrial or labour problems or troubles or the promotion of industry or trade, but shall not act as a trade union.
31. To subscribe or contribute money for national, charitable, benevolent, public, general or useful object or for any exhibitions and contribute to or undertake any rural development programme or scientific research.
32. To establish and maintain or procure the establishment and maintenance of any contributory provident, pension or superannuation funds for the benefits of and give or procure the giving of donations, gratuities, pensions, allowances or emoluments to any persons who are or were at any time in the employment or service of the Company, or of any company which is a subsidiary of the Company or is allied to or associated with the Company or with any such subsidiary company, or who are or were at any time Directors or Officers of the Company or of any such other company, as aforesaid, and the wives, widows, families and dependents of any such persons and also establish and subsidise and subscribe to- any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interests and well-being of the Company or of any such other company as aforesaid, and to any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.

33. To distribute among the members, in specie, any property of the Company or any proceeds of sale or disposal of any property of the Company in case of winding up but so that no distribution amounting to a reduction of a capital be made except with the sanction (if any) for the time being required by law.
34. To carry on any other business whether manufacturing or otherwise that may seem to the Company capable of being conveniently carried on in connection with the above objects. or calculated directly or indirectly to enhance the value of or render profitable any of the Company's property or rights or which it may be advisable to undertake with a view to improving, developing, rendering valuable or turning to account any property, real or personal, belonging to the Company or in which the Company may be interested and to do all or any of the above things, either as principals, agents, trustees, contractors, or otherwise, and either alone or in conjunction with others and either by or through agents, subcontractors, trustees or otherwise.
35. To undertake or promote research in economic, fiscal, commercial, financial, technical and scientific problems.
36. To become member of other bodies of persons and associations, including societies, clubs and companies limited by guarantee, whether formed for profit making or non-profit activities.
37. To carry on the business of manufacturer and dealers in oils, oilseeds, cereals, sugar, agricultural products and bullion.
38. Subject to the provisions of Banking Regulation Act, 1949 to carry on the business of financiers in all its forms and descriptions.
39. To carry on the business of mechanical engineers and carriage builders in all the respective branches.

40. To carry on the business of manufacturers of motor, mini buses, motor cars, lorries, taxi cars, etc. and of all kinds of omnibuses and vehicles, railways coaches etc. for the transport of persons and goods whether propelled or moved by the electricity, atomic energy, oil, vapour, gas or other methods or mechanical power.
41. To carry on all or any of the business of Jute, ilex, hemp, spinners, cotton spinners and doublers, linen and cloth manufacturers, jute flex, hemp cotton and wool merchants, wool combers, worsted stuff manufacturers, bleachers, dyers and manufacturers of bleaching and dyeing materials.
42. To purchase, take on lease or otherwise acquire any mines, mining rights and metalliferous lead in any part of the Union of India or elsewhere, and any interest therein and to explore, work, exercise, develop and turn to account the same.
43. To carry on the business of carriers by land or water, or air, shipping agents, insurance agents, or manufacturers, mine owners and mercantile agents,
44. To carry on the business of hotel, restaurant, cafe, road house hotel, holiday camp, caravan site and apartment-house keepers and to provide all services that may be necessary, desirable or advantageous in connection with the said business and to fix up and furnish any property for the purpose of letting the same to visitor or guests whether in single rooms, suites, chalets, caravans, movable structures, cottages as shops offices, show windows or otherwise and to buy and sell.
45. To carry on business as bankers and manufacturers of and dealers in bread flour, rava, maida, biscuits and fabricated compounds and materials of every description.
46. To carry on business of manufacturers of and dealers in sugar, gur, khandsari, sugarcandy, chocolates and toffees.
47. To carry on business as brewers, distillers and manufacturers of and merchant and dealer in vinegar, acetic acid, glucose, wines, spirits, beers, porter, malt hops, grains, meal yeast, aerated waters, carbonic acid gas,

mustard, pickles, sauces, condiments of all kinds conveniently used or manufactured in conjunction with any of the above or any similar business or manufacturers.

48. To carry on the business of stationers., printers, lithographers, stereotypers, electrotypers, photographic printers, photolithographers, engravers, diesinkers, envelope manufacturers, book binders, account book manufacturers, machine rulers, numerical printers, paper makers, paper bag and account book makes, h@& makers, card-board manufacturers, type foundry, photographers, manufacturers of and dealers in playing, visiting, railway festive complimentary and fancy cards, and valentines dealers, in parchment, dealers in stamp, agents, for the payment of the stamp and other duties, advertising agents, draftsmen, ink manufacturers' pen, ballpen and pencil manufacturers, book-sellers, publishers, paper manufactures and dealers. In the materials used in the manufacture of paper, engineers and cabinet makers.
49. To carry on business of manufactures of *mad* dealers in boots, shoes, clogs all footwear and leather and plastic goods, lasts, boot trees, laces, buckles, leggings, boot-polishes and accessories and fittings.
50. To carry on the business of tobacconists in all its branches and to sell, make up and manufacture tobacco cigars, cigarettes, snuff and other articles usually sold by tobacconist.
51. To carry on business as goldsmiths, silversmiths, jewellers, gem merchants, watch and clock repairers, electroplaters, dressing bag makers, importers and exporters of bullion, precious stones, jewellery, watches, clocks, gold or silver plates, cups, shields, cutlery, dressing bags, bronzes, articles, and objects of art including manufacture thereof.
52. To carry on business as manufacturers and dealers of radios, television sets, teleprinters, telecommunication, and electronic equipments, telephone equipments, radars, business machines and their components, including valves, transistors, condensers and coils.

53. To carry on business of manufacturers of or dealers in typewriters, calculating machines, computers, cleaners, sewing and printing machines, air-conditioning equipments, air conditioners, refrigerators, coolers, ice-cream manufacturing machinery and to maintain air-conditioned godowns for storage of goods.
54. To carry on business of a steam and general laundry, and to wash, purify, clean, scour, bleach, wring dry, iron, colour, dye, disinfect, renovate and prepare for use all articles of wearing apparel, household domestic and other cotton, silk and woolen fabrics, repair, let on hire, alter, improve, treat and in all apparatus, machines, materials and articles of all kinds which are capable of being used for any such purposes.
55. To acquire or set up and run hospitals, clinics, nursing home, maternity and family planning units or pathological laboratories and optician's shops.
56. To carry on the business of cold storage of fruits, vegetables, seeds, fish, meat, agricultural products, milk and dairy products and other perishable items.
57. To manufacture and deal in refrigerators, cooling plants and other such apparatus of ice manufacturers and heavy water and mineral water.
58. To carry on the business of production, distribution or exhibition of films and motion pictures including the running of theatres, cinemas, studios and cinemas, studies and cinematographic shows on exhibition.
59. To carry on all or any of the business of builders and contractors, architects, decorators, merchants and dealers in stones, lime, bricks, cement timber, hardware and other building materials and acting as house agents.
60. To establish and work as cement manufacturers and to carry on the business of cement manufacturers, lime burners and ceramics, including sanitary fittings and Chinaware.

61. To carry on the business of manufacturers or dealers in tractors, automobiles, earthmoving equipments, internal combustion engines, boilers, locomotive and compressors.
62. To manufacture and/or deal in automobile parts, spare parts and components or machineries and to act as agents for manufacturers of various parts and components.
63. To cultivate, grow, produce or deal in any agricultural, vegetable or fruit products and to carry on all or any of the business of farmers, dairymen, milk contractors, and dairy farmers, millers, surveyors and vendors of milk and milk products condensed milk and powdered milk, cream, cheese, butter, poultry fruits, vegetable cash crops and provisions of all kinds of growers and dealers in com, hay and straw, seedsmen and nurserymen and to buy, sell, manufacture and trade in any goods usually traded in any of the above business or any other business inclusive of staple foods and medicinal preparations of milk, vegetable and animal products or any substitute for any of them associated with the farming interests which may be advantageously carried on by the Company.
64. To cultivate tea, coffee, cinchona, rubber and other produce and to carry on, the business of planters in all its branches, to carry on and do the business of cultivators, winners and buyers of every kind of vegetable mineral, or other produce of the soil, to prepare, manufacture and render marketable any such produce, and to sell, dispose of and deal in any such produce, either in its prepared, manufactured or raw state, and either by wholesale or retail.
65. To establish and maintain shipping lines and plying vessels between any ports and to carry on business as freight contractors, carriers, barge owners, forwarding and clearing agents.
66. To carry on the manufacture and sale of patent medicines and preparations, and generally to carry on the business of manufacturers, buyers and sellers of and dealers in all kinds of medicines and medicinal preparations and drugs whatsoever and obtain patents for them.

67. To carry on the business of manufacturers or dealers in soaps, cosmetics, perfumes and toilet requisites.
68. To carry on the business of manufacturers or dealers in pulp and paper of all kinds and articles made from paper or pulp and materials used in the manufacture of treatment of paper including card board, mill boards, and wall and ceiling papers and packaging cartons and news-prints and photographic raw films.
69. To manufacture and deal in chemical products such as coal-tar products and their intermediates, dyes, drugs, medicines and pharmaceuticals, petroleum and its products and derivatives, paints and pigments and varnishes, explosives and ammunitions, vegetable oils, their products and derivatives, all types of heavy chemicals and such sulphuric and other acids, caustic soda, soda ash, etc. all types of textile chemicals, and sizing and finishing materials, cement and allied products, photographic chemicals, clay and boards, including straw boards, soap, glycerines and allied products, all industrial and pharmaceutical organic and in-organic chemicals, fertilisers, pesticides, manures, fungicides and allied products, fats, waxes and their products, hides skin and leather.
70. To carry on the business of purchase and sale of petroleum and petroleum products, to act as dealers and distributors for petroleum companies, to run service stations for the repairs and servicing of automobiles and to manufacture or deal in fuel oils, cutting oils and greases.
71. To carry on the business of manufacturers of and dealers in all types of rubber, leather, celluloid, bakelite, plastic and all other chemicals, rubber and plastic goods particularly industrial rolls, rolls sheets, beltings and consumer goods such as tyres and other allied products, chappals, shoes, toys, medical and surgical goods.
72. To carry on the business iron founders, makers of scientific industrial and surgical instrument, mechanical engineer and manufacturers of agricultural implements and other machinery, steel castings, and forgings and malleable iron and steel casting tool makers, brass founders, metal workers, boiler makers, mill wrights machinists, iron and steel converters, smiths, wood

workers, builders, painters, metallurgists, electrical engineers, water supply engineers, gas makers, framers, printers and to buy, sell, manufacture, repair, convert, alter, let on hire and deal in machinery implements, rolling stock and hardware of all kinds.

73. To carry on any business, relating to the mining and working of minerals the production and working of metals, and the production, manufacture and preparation of any other materials which may be usefully or conveniently combined with the engineering or manufacturing business of the Company or of any contracts undertaken by the Company, and either for the purpose only of such contracts or as an independent business.
74. To carry on the trades or business of manufacturers of ferro manganese colliery proprietors, coke manufacturers, miners, smelters, engineers and tin plate makers in all their respective branches.
75. To carry on the business of electrical engineers, electricians, contractors, manufacturers, contractors, suppliers and dealers in electric and other appliances, electric motors, fans, lamps, furnaces, household appliances, batteries, cables, wire lines dry cells accumulators, lamps and works and to generate, accumulate, distribute and supply electricity for the purposes for which electrical 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 generation, distribution, supply, accumulation and employment of electricity including in the terms electricity all power that may be directly or indirectly derived therefrom or may be incidentally hereafter discovered in dealing with electricity.
76. To carry on the business of manufacturing, assembling, buying, selling, reselling, exchanging, altering, importing, exporting, hiring, letting on hire, distributing or dealing in ships, boats, barges, launches, submarines and other underwater vessels, aeroplanes, aeroengines, airships, sea plane, flying boats, hydroplanes and aircrafts and aerial conveyances of every description and kind for transport or conveyance of passengers, merchandise for goods of every description whether propelled or moved or assisted by means of petrol, spirit, electricity, steam oil, vapour gas, petroleum, mechanical, animal or any other motive power and all

component parts, accessories, equipments and apparatus for use in connection therewith.

77. To carry on the trade or business of manufacturing, assembling, buying, selling, reselling, exchanging, altering, importing, hiring, letting on hire, or distributing or dealing in railway carriages, wagons, carts, vehicles, rolling stocks and conveyances of all kinds whether for railway, tramway, road field or other traffic purposes, and also other railway and tramways, plant and all machinery, materials and things applicable or used as necessary thereto and of letting or supplying all or any of the things herein before specified to coal proprietors, railway and other companies and other persons and of repairing and maintaining the same whether belonging to this company or not and of selling, exchanging and otherwise dealing in the same.
78. To carry on the business of machinists, makers of machinery, manufacturers of pressed bowls, mechanical engineers, marine engineers, iron founders, brass founders, iron and steel converters, metallurgists, smiths and wood workers, ironmasters, steel makers, blast furnace proprietors, repairers, boiler makers, smithers, sand blast proprietors, consulting engineers, electrical engineers, annealers, enamellers, electrical and chromium platers, polishers, painters, garage proprietors, blacksmiths, tin smiths, lock smiths, iron mongers, alloy makers, metal platers, wire weavers-and to sell, buy, manufacture, repair, alter, convert, let on hire and deal in plant, machinery, tools, implements, utensils, rolling stock and hardware of all kinds.
79. To manufacture, buy and sell machinery, stores, engineering products of all kinds and description and to carry on the business of suppliers and dealers in all types of machinery and in all products intended for use in foundry and treatment of metals.
80. To carry on the business of dealers in wood products, plywood matches, and wooden or metal or metal furniture.
81. To carry on the business of manufacturers of or dealers in arms and ammunition.

82. To carry on the business of manufacturers of or dealers in glass products, including sheet and plate glass, wood and laboratory ware.
83. To carry on the business of manufacturers of or dealers in textiles, including man made fibres, cotton, silk, jute, woollen and synthetics.
84. To carry on the business of manufacturers of or dealers in industrial machinery of all types, including bearing speed reduction units, pumps, machine tools, and agricultural machinery and earth moving machinery including road rollers, bulldozers, dumpers, scrapers, shovels and drag lines and light engineering goods such as cycle and sewing machines and their components.
85. To carry on the business of manufacturers of or dealers in ferrous or non-ferrous metals, including iron and steel, aluminium, brass, tin, nickel, special steels and their products.
86. To carry on the business as manufacturers, dealers, stockists, importers and exporters of engineering drawing sets, builders, hardware steel rollers, measuring tapes, cutting tools, hand tools, precision measuring tools, machine tools, garage tools, hardware tools, instrument apparatus and other machinery, plant, equipment, articles, appliances, their components parts, accessories and allied things.
87. To carry on the business as manufacturers, dealers, stockists, exporters and importers of bolts, nuts, nails, rivets, hinges, hooks and all other hardware items of all types and descriptions.
88. To carry on business as manufacturers, dealers, stockists, exporters and importers of forgings, castings, stampings, of all metals, machinery parts, moulds, press tools, jigs, fixtures, injection and compressing, moulding, steel products, automobile parts and spare parts of all kinds of machinery.
89. To carry on business as manufacturers, stockists, importers, exporters, repairers and dealers in dynamos, motors, armatures, magnets, batteries, conductors, insulators, transformers, converters, switch boards, cookers,

engines, guns, presses, insulating material and generally electrical plants and appliances and suppliers of every description.

90. To carry on the business as manufacturers, dealers, stockists, importers, and exporters of buckets, bath tubs, tanks, metal furniture, safe, chimneys and pipes.
91. To carry on business as manufacturers, dealers, stockists, importers, and exporters of wearable and unwearable fabrics, high density polyethylene and polypropylene woven sacks, tarpaulins of various qualities and types.
92. To carry on business of dairy farming, dairy products and allied products.
93. To carry on business as manufacturers, dealers, stockists, importers and exporters of general goods suppliers, commission agents and clearing and forwarding agents to carry on all or any of the business of wholesale and retail in all kinds of merchandise such as textile yarn, steel, spices, dry fruits, chemicals, dyes and chemical granules.
94. To carry on business of timber and lumber merchants, lumber yard saw mill properties and to buy, sell, prepare for market, import, export and deal in timber and wood of all kinds and to manufacture and deal in articles of all kinds in the manufacture of which timber or wood is used, to carry on the business of logging and lumbering purchasing, acquiring and leasing timber berths, and so far as may be deemed expedient, the business of general merchants.
95. To carry on business as manufacturers of and dealers in plywood, hardwood blocks for flooring and other purposes, boxes/windows, doors, woodpulp, wood wool masts, spares, derricks, sleepers, tool handles, panelling, wood work, furnitures and articles of all description wholly or partly made from wood, bricks cement or stone.
96. To carry on the business of an investment company and to buy, underwrite, invest in, acquire, hold and deal in shares, stocks, debentures, debenture-stocks, bonds, obligations, and securities issued or guaranteed by any company constituted or carrying on business in India or elsewhere

and debentures, debenture-stocks, 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 or elsewhere and to give guarantees and indemnities in respect of the debts and contracts of others.

97. To acquire any such shares, stocks, debentures, debenture-stock, bonds, obligations or securities by original subscription, participation in syndicates, 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.
98. To carry on business of dealers in shares, stocks, debentures, debenture-stock, bonds, obligations, units, securities and other investments.
99. To act as trustees, executors, administrators, attorneys, nominees and agents and to undertake and execute trusts of all kinds and (subject to compliance with any statutory condition) to exercise all powers of custodian, trustees and trust corporations.
100. To acquire, hold or deal in lands, buildings, houses, flats, bungalows and shops.
101. To procure or develop and supply technical know-how for the manufacture of processing of goods, materials or in the installation or erection of machinery or plant for such manufacture or processing or in the working of mines, oil wells or other sources of mineral deposits or in search for or discovery or testing to agriculture, animal husbandry, dairy or poultry farming, forestry or fishing, or rendering services in connection with the provision of such technical know-how.
102. To carry on the profession of consultants on management, employment engineering, industrial and technical matters to industry and business and to act as employment agents to carry on the business of printing and

publishing books, magazines, journals and newspapers and to act as agents in connection therewith.

103. To undertake or arrange for the writing and publication of books, magazine, journals or pamphlets on subjects relating to trade, commerce, industry, agriculture, banking, insurance, investment, taxation, finance, economic law and other subject.
104. To acquire or set up and run schools, colleges, training and professional institutions, music and dance centres.
105. To manufacture, import, export and wholesale or retail all radio-graphs, phonographs, dicta-phones, television sets and all sorts of electrical and wireless sets, instruments and articles.
106. To carry on all or any of the business of money lending, acting as finance brokers of insurance and acting as insurance broker and agents or underwriters, consultants, assessors, valuers, surveyors, mortgager, brokers, and undertaking the provision of hire purchase and credit, sale, finance and acting as factors and brokers in any line on activity (provided that nothing contained here shall enable the Company to carry on the business of Banking as defined in the Banking Regulation Act, 1949).
107. To undertake, carry out, promote and sponsor rural development including any programme for promoting the social and economic welfare of or the uplift of rural development and to assist execution and promotion thereof either directly or through an independent agency or in any other manner. Without prejudice to the generality of the foregoing "programme of rural development", shall also include any programme for promoting the social and economic welfare of or the uplift of the public in any rural area which the Directors consider it likely to promote and assist rural development and that the words "rural area" shall include such areas as may be regarded as rural areas under 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 institutions or trusts or funds as be approved by the Central and State Government or any other appropriate authorities.

108. To carry on the business of manufacturers of and dealers in gases for industrial, lighting, heating, refrigeration, motive power or any other purpose including oxygen, dissolved acetylene, carbon-dioxide, argon, freon, gas etc., and all and residual products resulting from the manufacturer thereof.
 109. To do all such other things in any part of the world as may be deemed incidental or conducive to the attainment of the above main objects or any of them.
 110. To carry on any other trade or business of a character similar or analogous to the trade or business herein before mentioned, or any business which may seem to the Company to be capable of being conveniently and/or profitably carried on in connection therewith, or may seem to the Company calculated, directly or indirectly to enhance the value of any of its property or rights or to further its object.
- IV. The liability of the members is limited.
- V. The Authorised Capital of the Company is Rs. 100,00,00,000/- (Rupees One Hundred Crores only) divided into 50,00,00,000 (Fifty Crores only) Equity Shares of Re. 1/- each and 1,00,00,000 (One Crore only) Redeemable Cumulative Preference Shares of Rs. 50/- each with power to sub-divide, consolidate and increase or decrease with power from time to time to issue any share of the original capital or any new capital, and to divide the shares for the shares for the time being of the Company into several classes of stock of shares and to attach thereto respectively such preferential rights, privileges or conditions as may be determined by or in accordance with the regulations of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the regulations of the Company.