

MEMORANDUM OF ASSOCIATION

OF

REGAL SHIPPING AND MARINE SERVICES
PRIVATE LIMITED





THE COMPANIES ACT, 1956

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

REGAL SHIPPING AND MARINE SERVICES PRIVATE LIMITED

- I. The name of the company is Regal Shipping and Marine Services Private Limited
- II. The Registered office of the company will be situated in the state of MAHARASHTRA i.e within the jurisdiction of the registrar of companies at Mumbai.
- III. The objects for which the company is established are :

A. MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION:

1. To carry on business of storage, Handling, maintenance and repairs of Marine I S O containers. To carry on business of stuffing and destuffing of containers with available Cargo.
2. To undertake and carry on all or any of the trades and business of shippers, ship owners, ship brokers, shipping agents, dry docks operator, marine consultants, average agents, marine surveyors, assessors, claim setting agents, general marine contractors and marine representatives, removers, packers, transport cartage and agents, cargo agents, superintendents, punch operators, job masters, mukadums, charterers, flying repairs team and recruiting agents, insurance brokers, underwriters, ship managers, tug owners, loading brokers, freight contractors, carriers by water, transport, haulage and general contractors, barge owners, lighterman, forwarding agents, dock owners, engineers, shipstore merchants, ship husband, stevedores, warehousemen, warfingers, salvors, shipbuilders and ship repairs of all types, ship chandlers and generally to carry on the said business in all their branches and to carry on the business either as principal or agent or on commission or otherwise.

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B. THE OBJECTS INCIDENTAL OR ANCILIARY TO THE ATTAINMENT OF THE MAIN OBJECTS ARE :

3. To establish companies and association for the purpose of execution of undertaking works, projects or enterprises of any description, whether of a private or of a public character and to apply for and become members of any company, association, society or body corporate having any objects similar too identical to those of the company, or likely to, directly, promote the interests of the company.
4. To guarantee the payment of money secured by or in respect of bonds, debentures, stock contract. commissions modaces charges obligations and other securities of any company or of any authority, supreme, municipal local, or otherwise or any person whomsoever whether incorporated or not.
5. To receive loan or otherwise and to place money on loan or otherwise from or with any person, firm or body corporate upon such terms as the company may approve subject to section 58-A of the Companies Act, 1956 and the rules formated thereunder and the Reserve Bank of India directives.
6. To encourage, promote and reward studies, research, investigation of any kind and to conduct schools training centres, examinations, lectures, symposiums and debates that may be considered likely to assist any of the business which the company is authorised to carry out.
7. To select the right administrative and technical personnel and to ad ice on all problems arising out of employment and non-employment or increasing the efficiency of labour, productivity and an economy in labour costs.
8. To manage or help in managing any new project and/or existing project of any company, corporation, body corporate in which the company has interest and to ar'vise any compay, corporation, body corporate industry, firm association, or any person with regard to its or their financial and or economic planning and/or working including capital structures, sources of long term finance, sources of short term capital.

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9. To give or procure services of expert engineers for plant maintenance, repairs, alterations and additions to plant including the services of Engineering department for business offers entered.
10. To enter into and/or procure any arrangements with person, firm or company in/or outside India for obtaining or supply of technical know-how and/or technical services within India or outside India including the benefits of technical research, training of technical personnel abroad, selection and purchase of plant and machinery and negotiating the terms for payment and specification for the plant and layout of the plant and all other services.
11. To let on lease or hire purchase system land or otherwise dispose off any property belonging to the company.
12. To sell, mortgage, exchange, lease, grant licenses, easements and other rights improve manage, develop and turn to account and in any other manner deal with or dispose off the undertaking, investment, property assets, rights and effects of the company or any parts thereof for such consideration as may be thought fit, including any stocks, shares or securities of any other company, whether partly or fully paid up.
13. To purchase or otherwise acquire and undertake the whole or any part of or any interest in the business, goodwill, property, contracts, agreements, rights, privileges, effects and liabilities of any other company, corporation, partnership, body, person or persons carrying on, or having ceased to carry on, any business which the company and, upon such terms and subject to such price or consideration (if any) in money, shares, money's worth or otherwise as may be deemed advisable.

14. To buy, import, parts, accessories and ship ancillaries such as engine tackles, gears, rudders, shafts, generators, electric motors, furniture and fixtures, sanitary items which may be required in connection with the repairs, maintenance and reconstruction of ships and ocean going vessels and dispose off the material not required by the company for its use and to build motor launches, barges, tugs, trawlers, sailing, crafts, motor boats, and other small vessels in conjunction therewith.
15. To amalgamate, enter into partnership or into any agreement for sharing profits or losses, union of interest, co-operation, joint venture or reciprocal concession, or subject to MRTP Act for limiting competition with any person or company carrying on or engaging in any business or transaction which company is authorised to carry on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the company and to give or accept by way of consideration for any of the acts for things aforesaid or property acquired, any shares, debentures, debenture-stock or securities that may be agreed upon, and to hold and retain or sell, mortgage and deal with any shares, debentures, debenture stock or securities so received.
16. To enter into any arrangement with the Government or authorities, municipal, local or otherwise, that may seem conducive to the company's object or any them and to obtain from any such Government or authority any rights, privileges and concessions which the company may think desirable to obtain and to carry out, execute and comply with any such arrangements and the terms and conditions upon which any such rights, privileges and concessions have been obtained.
17. To apply for and promote any act of any legislature or order or other legislative or legal sanctions either in India and abroad and to take all necessary and proper steps in parliament or with the authorities, National, local, municipal or otherwise, of any place in which the company may have interests and carry on any negotiations or operations for enabling the company to carry any of the objects into effect and for enabling the company to carry any of the objects into effect and for effecting any modification of the company's constitution or for any purpose deemed beneficial to the company or likely to, directly or indirectly, promote the interest of the company or its member and to oppose any steps taken by any authority, company, firm, or persons which may be considered likely to, directly or indirectly, prejudice the interests of the company or its member.

18. To accept by way of Gift shares, securities and other assets subject to the provision of companies Act 1956.
19. To employ experts to/or investigate and examine into the conditions, prospects, value, character and circumstances of any business, concerns and undertaking generally and or of any assets, property or rights.
20. To purchase, take on lease or in exchange, hire or otherwise acquire any immovable or movable property, any rights or privileges which the company may think necessary or convenient for the purpose of its business or may enhance the value of any other property of the company and in particular any land, building, easements, machinery, plant and stock-in-trade, and either to retain any property to be acquired for the purpose of the company's business or to turn the same to account as may seem expedient.
21. To carry on business as wharftingers, ships, barge and boat proprietors, tug proprietors, warehouse owners, safe depository proprietors, storage contractors, warehouse men, light house stevedores, dock & wharf owners, carriers, carting contractors and agents, coach and lorry proprietors, garage proprietors, general store keepers and auctioners.
22. To pay for rights or property acquired by the company and to remunerate any person or company for services rendered or to be rendered in placing of shares in the company's capital or any debentures, debentures stock, or other securities of the company, or in or about the acquisition of property by the company for the conduct of its business whether by cash payment or by the allotment of shares, debenture, or other securities of the company, credited as paid up in full or in part or otherwise. To enter in to any tenancy agreement whatsoever or acquire any tenancy property and can appoint sub-tenant.
23. To make donation to such persons or institution and in such cases either of cash or any other assets as may be thought directly or indirectly conducive to any of the company's objects or otherwise to any of the company's objects or otherwise expedient and in particular to remunerate any persons or corporation introducing business to such company and also to subscribe.

contribute or otherwise assist or guarantee money for charitable, scientific, religious or benevolent, national, public or other institution, objects and to establishment and support of association, conveniences for the benefit of the employees or ex-employees (including directors) of the company or its predecessors or the dependents, relatives or connections of such persons and in particular friendly or other benefit societies, and to grant pensions, allowances, gratuities and bonuses either by way of make payments towards insurance and to form and contribute to provident and benefit funds of or for such persons. Subject to the provision of companies Act 1956.

24. Subject to the provision of the companies act, 1956, to distribute among the members in specie or in kind any property of the company, or any proceeds of sale or disposal of any property of the company in the event of winding up.
25. To insure the whole or part of the property of the company either in full or partially to protect and indemnify the company from liability or loss in any respect either fully or partially and also to insure and to protect and indemnify any part or portion thereof either on mutual principle or otherwise.
26. To carry out in any part of the world any of the company's objects as principals, agents, factors, trustees, contractors, or otherwise either alone or in conjunction with any other person, firm, association, corporate-body, municipality, province, state or Government or colony or dependency thereof.
27. To establish branches or appoint in or outside India for or in connection with any of the objects of the company.
28. To exercise all or any of its corporate powers, rights and privileges and to conduct its business in all or any of its branches in the union of India and in any or all states, territories, possessions, colonies and dependencies thereof and in any or all foreign countries, and to discontinue such number of offices and agencies therein as may be convenient.

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29. To open account or accounts with any individual, firm or company or with any Bank or shroff and to pay into and to withdraw money from such account or accounts.
30. To draw make, accept, endorse, discount, execute and issue bills of exchange promissory note, bills of landing, warrants, debentures and other negotiable of transferable instruments and securities.
31. To lend and advance monies or give credit to such person or persons or companies and on such terms as may seem expedient and in particular to customers and others having dealing with the company and to guarantee the performance of any contract or obligation and the payment of monies of or by any such persons or companies and generally to give guarantees and indemnities.
32. To refer or agree to refer any aim, demand, dispute or any other question, by or against the company or in which the company is interested or concerned, and whether between the company and the member or members or this or their representatives or between the company and third parties, to observe and perform and to do all acts, deeds, matters and things to carry out or enforce the awards.
33. To apply, purchase, or otherwise acquire and protect and renew in India and Abroad any patents, patent rights, brevetted invention, trademarks, designs, formulae, copyrights, licenses, concessions and the like conferring any exclusive or nonexclusive or limited right to their use or any secret or other information as to any invention which may seem capable 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 licenses in respect of or otherwise turn to account the property, right or information so acquired, and to expend money in experimenting upon inventions or rights.
34. To sell any patent, rights or privileges belonging to the company or which may be acquired by it or any interest in the same 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.

35. To procure other recognition of the company, in any foreign state or place, and to make all deposits of money or securities and do all things necessary for compliance with the laws or regulations of India or any foreign, colonial, municipal or other government in places where the company may be desirous of transacting its business.
36. To do all and everything necessary suitable or proper for the accomplishment of any of the purpose or the attainment of any of the objectives or the furtherance of any of the power, herein before set forth, either alone or in association with other corporate bodies, firms, incidental or appurtenant to or growing out of or connected with the aforesaid business or power or any parts thereof, provided the same be not inconsistent with the laws of the union of india.
37. To vest any moveable or immovable property rights or interest acquired or belonging to the company in any person or company in any person or company and with or without any declared trusts in favour of company.
38. To pay out of the funds of the company all expenses which the company may lawfully pay with respect to the promotion, formation and registration of the company or the issue of its capital including brokerage and commission for obtaining applications for or taking, placing or underwriting or procuring the underwriting of shares, debentures or other securities of the company
39. 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 effects and to make all proper payments and allowances in relation thereto and adopt all acts and preliminary agreements in reference to the same.
40. To invest or deal with the surplus funds of such securities as shall from time to time be thought necessary or for the benefit of the company and to create any reserve

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- fund sinking fund, insurance fund, depreciation fund or provident fund thereout.
41. To let on lease or on hire purchase system or to lend or otherwise dispose of any property belonging to the company.
 42. To remunerate any person or company for services rendered or to be rendered in placing or assisting to place or guaranteeing the placing of shares in the company's capital and/or any debentures, debenture-stock or other securities of the company or in or about the formation or promotion of the company or the acquisition of property by the company, for the conduct of its business.
 43. To acquire and undertake the whole or any part of the business, property and liabilities of any person or company carrying on proposing to carry on any business which the company is authorised to carry on.
 44. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefits of and give or procure the giving of donations, gratuities, pensions, allowances, emoluments or employments to any persons who are or were at any time in the employment or service of the company, or any which is subsidiary of the company or is allied to or associated with the company or with any such subsidiary of the company or who are or were at any time Directors or officer of the company or of any such other company as aforesaid and also the wives, widows, families and dependents of any such persons and also to 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 any such company as aforesaid and make payments to or towards the insurance of the company as aforesaid and to any of the matters aforesaid or any such persons as aforesaid, either alone or in conjunctions with any such other company as aforesaid.
 45. To Carry on business of Ship chartering, driving underwater repairs, Ship chandner, and to conduct training programme or to appoint someone for the same.

46. To undertake and execute any trust, the undertaking of which may seem to the company desirable and either gratuitous or otherwise. To make advances upon, hold in trust, issue on commission, sell or dispose of any of the investments aforesaid.
47. To sell, improve manage, develop, exchange, lease, mortgage, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the company for the time being.
48. To acquire by purchase, lease, exchange or otherwise any movable or immovable property and any rights or privileges which they company may deem necessary or convenient for the purpose of its main business,
49. To enter into partnership or into any arrangement for sharing profits, union of interest, joint venture, reciprocal concession or co-operation with persons or companies carrying on or engaged in the main business or transaction of this company.
50. To import, buy, exchange, alter, improve and manipulate in all kinds of plants, machinery, apparatus, tools and things necessary or convenient for carrying on the main business of the company.
51. To acquire and takeover the whole or any part of the business, goodwill, trade-marks properties and liabilities of any person or persons, firm, companies or undertakings either existing or new, engaged in or carrying on or proposing to carry on, possession of any company is authorised to carry on, property or rights suitable for the purpose of the company and to pay for the same either in cash or in shares or partly in case and partly in shares or otherwise.
52. To enter into any arrangements with any Government or Authorities or any persons or companies that may seem conducive to the main objects of the company or any of them and to obtain from any such Government, authority, person or company any rights, charters, contracts, licences and concessions which the company may think desirable to obtain and to carry out, exercise and comply therewith.

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53. To draw, make, accept, discount, execute and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and such other negotiable or transferable instruments, of all types or securities and open Bank Accounts of any type and operate the same in the ordinary course of the company.
54. To advance money either with or without security, and to such persons and upon such terms and conditions as the company may deem fit and also to invest and deal with the money of the company not immediately required, in or upon such investments and in such manner as, from time to time, may be determined, provided that the company shall not carry on the business of banking as provided in the Banking Regulation Act, 1949.
55. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuating, provident or gratuity fund for the benefit of and give or procure the giving of donations, gratuities, pensions, allowances, bonuses or emoluments of any persons who are or were at any time in the employment or service of the company or any company which is 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 any other company or any other company as aforesaid and the wives, widows, families and dependents of any such persons and also to establish and subsidize and subscribe to any institutions, associations, club or funds calculated to be for the benefit of or advance aforesaid and make payments to or towards the insurance of any such persons as aforesaid and to do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.
56. To do business of manning crew supply and do work related to salaried operation and Technical management related to Ship and Marine.
57. To establish, for any of the main objects of the Company, branches or to establish any firm or firms at places in or outside India as the Company may deem expedient.

C. OTHER OBJECT :

58. To carry out on the business of leasing and hire purchase finance and to provide on lease or on hire purchase all types of industrial and office plant, equipment, machinery, vehicals and buildings.
59. To carry on the business of portfolio managers, advisors and consultants for investment in shares debentures, stocks, units and other securities and money market instruments issued by or on behalf of any person or government or any statutory or non-statutory body or any organisation and to act as advisors (incorporated or unincorporated), Business enterprises, trades and callings.
60. To acquire, hold, sell, buy or otherwise deal in any shares units, stocks, debentures, debenture-stock, bonds, mortgages, obligation and other securities by original subscription, purchase, exchange, gift or otherwise and to subscribe for the same, either conditionally or otherwise, and to underwrite or sub-underwrite or guarantee the subscription thereof, to purchase and sell units.
61. To carry on the business as importers, exporters, buyers and sellers of and merchants and dealers in merchandise, goods, materials and machinery of all kinds, spare parts, accessories and equipments, jewellery, ornaments, bullion, precious and semi-precious stones. Also to export, import, or deal in all kinds of chemicals, dye, medicines, ores, and metals and thing and articles manufactured from metals, every kinds of yarns, piecegoods, cloth, readymade clothings, jutes, leathers, cement, stones, marbles, pearls, curious and all sundries such as glass wares, earthenware, toys, instruments, papers, tools.
62. To carry on business of breeding of animals and taking part in the races in India and elsewhere.
63. To work and act as agents of manufacturers and dealers in India and elsewhere.
64. To work and act as textile, industrial and mercantile consultants, advisers or experts.

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65. To carry on the business of printers, engravers, designers, publishers, book and print seller book binders, and art journalists in all their branches, the business of manufacturers, drawings and any written, engraved, printed or printed production, in all their branches.
66. To carry on the business of manufactures of and dealers in chemical products of any nature and kind whatsoever and as wholesale and retail chemists and druggists, in analytical chemicals, drysalteres, oil and colour importers, exporters and manufacturers of and dealers in heavy chemicals, alkalis, acids drugs, tannins, essences, pharmaceutical, photographic, sizing, medicinal, chemical, industrial and other preparation, and articles of any nature and kind whatsoever, mineral and other waters, cements, oils, paints, pigments and varnishes; compounds, drugs, dyestuffs, organic, inorganic, or mineral intermediates, paints and colour grinders, makers and dealers in proprietary articles of all kinds and or electrical, chemical, photographic, surgical and scientific apparatus and materials.
67. To carry on business as manufacturers of chemicals, distillers, die-makers, metallurgists, engineers, shipowners and charterers and carriers by land, sea and air, wharfingers, warehousemen, planters and farmers.
68. To carry on business as manufacturers, producers, importers, exporters, merchants, distributors, commission agents, brokers and wholesale and retail dealers of and in peroxide and hydrogen, other heavy chemicals, detergents, pigments and medicinal, pharmaceutical, veterinary, serobacteriological stains, artificial manures and other products designed to protect and encourage the germination of seeds and the growth of plants of every description of insecticide of every kind and generally of chemicals and chemical products of all kinds and auxiliary products intermediates thereof.
69. To manufacture and sale of patent medicine and preparation and generally to carry on the business of manufactures, buyers, and sellers of and dealers in all kinds of medicines and medical preparation and drugs, whatsoever and obtain patents for them.

70. To carry on the business of dealer of drugs, drug pharmaceuticals and or chemicals items and to carry on the business as importers, exporters, buyers and sellers of and merchants and dealers in merchandise, goods materials and machinery of all kinds, spare parts, accessories and equipments, jewellery, ornaments, bullion, precious and semi-precious stones. Also to export, import, or deal in all kind of drug, drug intermediate, pharmaceuticals, chemicals, dyes, medicines, ores, and metals and things and articles manufactured from metals, every kind of yarns, piecegoods, cloth, readymade clothings, jutes and made from leathers, cement, stones, marbles, pearls curious and all other kind of general merchandise.
71. To carry on the business of manufactures or processors and/or importers, exporters, buyer sellers, stockists, distributors of and/or dealers, synthetics rubber and elastomers, synthetic resins, carbon black, leather, hides, skins, plastics, latexes and formulation thereof including reclaimed rubber and other kinds of resins rubber and plastics products and goods.
72. To carry on in india the business of advertising agents, consultants and contractors, news agents, press agents, newspapers cutting agents, bill posters, commission agents promoter or organisers or publicity schemes or method, Newspaper Reporters, Printers, Engravers, Lithographers, Stereotypes, designers, Draughtsmen and type founders.
73. To act as administratos, managers of any investment trusts or funds including any growth or gifts funds, income or capital funds, taxable or tax exempt funds, provident funds, pension funds, gratuity funds, unit funds or consortium, to act as trustee for bond holders, debenture holders and other purposes herein mentioned, to buy, acquire, hold, sell, lease or otherwise deal by original subscription, participation and syndicate, tender, exchange or otherwise and enforce all rights in any shares, stocks, debentures, debenture stocks, bonds, obligations and securities issued by government, state, dominion, soverreign, commissooners, public body or athority, supreme, muncipal, local or otherwise.
74. To secure or guarantee by mortgages, charges, or otherwise the performance and discharge any contract,

obligation or liability of any other person, firm, corporation, company or legal entity with whom this company has dealings or not or having a business or not or undertaking in which this company is concerned or interested whether directly or indirectly.

75. To carry out business of printer & publishers, Lithographers, photographic printers, offset printers, type founders, plate makers, manufactures of printing equipment & material etc.
76. To print & publish any newspaper, magazine, journals, book pictorial, broucher, envelop, card any periodical including daily, bi-weekly, fortnightly, advertisements, handbills notices etc.
77. To print, buy & sell as a wholesaler or retailers all kinds of stationery, forms including note-books, registers and act as book-binders.
78. To carry on the business of Duplicators, Lithographers, including duplicating by use of cyclostyling, xerox machine ammonia process or any other machine or process that may be in vogue.
79. To act as Agent, sub agent for Life Insurance corporation wheather private Government, semi-government & foreign institution.
80. To Act as agent, sub agent for general Insurance Company wheather private Government, semi-Government & foreign institution.
81. To carry on the business of or relating to information technology, telecommunication, statellite, internet, networking, e-commerce, computers, development of software and hardware, data systems, including research and development, designing, patenting, or otherwise developing new processes and systems and providing solution.
82. To carry on the business of developing packaging, distributing, leasing, hiring or letting on hire, indenting, selling, maintaining, importing, exporting, and dealing in computer software, hardware, office equipments and information processing and training in computer hardware, software and information management activities.

83. To carry on the business of establishing, maintaining and passengers, goods and livestock, between such ports or places or any seas, rivers and canals in any part of the world as may be expedient
84. To carry on the business as manufacturers, importers, exporters, dealers, agents, representatives and to undertake installation, maintenance, servicing, hiring out, of all kinds of computers, computer spare parts, all kinds of electronic equipments including electronic data processing equipments and to engage in computer hardware, software systems and such other activity connected with computers and electronics equipment.
85. To carry on in India or elsewhere in the world, the publishing of music, recording of music, copying, commissioning, duplicating, mixing, processing, production, programming, recording, transferring and issue of software programmes for academic commercial, cultural, educational and technical purposes to be issued on cinematographic film, floppy disks, diskettes, computer or video tapes or cassettes, cartridges, spools, records or other format, any form of printed matter or aids, and/or any other reproducing device/s to be acquired, manufactured or processed for the purposes; to organise live shows of music and recording of the show thereof.
86. To carry on the business of buying, selling, importing exporting or otherwise carry on agency business in all types of engineering, electronic, computer and steel products and to represent indigenous and foreign manufacturers of such products.
87. To carry on the business of owning, operating, managing or otherwise dealing in hotels, motels, lodges, hostels, resorts, club houses, health centres, business centers, refreshment rooms bars, pubs, discos, eateries, food parlours, ice cream parlours, bakeries, flight kitchen and catering services.
88. To carry on all kinds of banking business, including :
- a) The borrowing raising or taking up of money,
 - b) The lending or advancing of money with or without security,
 - c) The drawing, making, accepting, discounting, buying, selling, collecting and dealing in bills of

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exchange, hundis, promissory notes, coupons, drafts, railway receipts, warrants, debentures, certificates, scrips and other instruments and securities whether transferable or negotiable or not.

- d) The granting and issuing of letters of credit, traveler's cheques and circular notes.
- e) The buying, selling and dealing in bullion and specie,
- f) The buying, selling of foreign exchange including foreign bank notes,
- g) The acquiring, holding, issuing on commission, underwriting and dealing in stock, funds, shares, debentures, debenture stock, bonds, obligations, securities and investments of all kinds,
- h) The purchasing and selling of bonds, scrips or other forms of securities on behalf of constituents or other,
- i) To negotiating of loans and advances,
- j) The receiving of all kinds of bonds, scrips or valuebles on deposit or for safe custody or otherwise,
- k) The providing of safe deposit vaults,
- l) The collecting and transmitting of money and securities.

89. To carry on the business of providing term finance to any person(s), company or corporation, society or association of persons with or without interest and with or without any security for the purpose of enabling such borrower to construct/purchase any house or any part or portion thereof in India for residential purposes on such terms and conditions as the company may deem fit.

90. To carry on the business of producing, manufacturing, trading, treating, processing, refining, importing, exporting, purchasing, selling, dealing in and acting as brokers, agents, contractors, technical advisors, consultants, stockists, distributors and suppliers of all kinds of cement whether ordinary, clinker, white, coloured, portland, puzzolona, blast furnace, silica, mortar suitable for asbestos cement pipes or otherwise and cement products of any description, such as pipes, poles, slabs, absestos, sheets, blocks, tiles and gardenwares.

91. To carry on the business of assembling, participating in establishing, erecting, designing, planning, commissioning all types of engineering, mechanical, construction and industrial plants and projects including turnkey projects in India and any other country in the world and to manufacture, make, assemble, build, construct, mould, erect, fabricate, fund and participate in industrial, mechanical, construction and office plants, equipments, machinery, vehicles, buildings and real estate required for manufacturing, processing, transportation and other commercial, manufacturing, trading and services business.
92. To carry on the business of embroidering, manufacturing, spinning, and weaving, preparing, bleaching, combing, dyeing, printing, ginning, and pressing and/or otherwise purchasing, selling, exporting, importing, distributing and dealing in cotton, art silk, wool, jute, hemp, linen, flax and/or other fibrous substances and goods whether textile, felted, netted, embroodered or looped or otherwise and preparing of vitriol, bleaching and dyeing materials and substances.
93. To carry on business of exporters in garments, textiles, handicrafts, leather goods, art goods, rubber goods, plastic products, chemicals, engineering products, electrical and electronic goods, computer hardware and software, telecommunication equipment, precious and semi-precious stones, sea foods, commodities, agriculture, horticulture and floriculture produce, dairy and poultry products, and building materials.
94. To carry on all or any of the business of commercial artists, industrial designers, photographers, process engravers, typesetters, stereo-typers, electro-typers, printers publishers, draughtsmen, advertising display and novelty manufacturers, decorators and window dressing specialists, proprietors, printers, publishers and distributors of newspapers, journals, magazines, leaflets, pamphlets, diaries, books, periodicals, and other literary or technical work of any description and to acquire the goodwill and copyright and to continue the publication of any such publication or works.
95. To carry on the business as travel agents, tour operators, travel contractors and to provide services by way of ticket reservations by various modes of transport, including by air and sea and to provide tourist guides

and to operated tourist buses, taxies, sea vessels and airplanes.

96. To carry on the business of chemists, druggists, exporters, importers, manufacturers and dealers of pharmaceutical, medical, chemical, parenteral preparations, tablets, capsules, oral liquids, ointments and other external preparations, fine chemicals used in pharmaceuticals and other preparations, ray, radium treatment, surgical and scientific apparatus and materials.
97. To carry on the business of undertaking and providing services related to the marine industry, including but not restricted to the business of ship designing, repair and conversion, manufacture of marine machinery, diesel engines, hydraulic deck machinery, horizontal and vertical windlasses, chain stoppers, cargo winches, automatic self-tensionising mooring winches, cargo and store cranes, winches for dredgers and research vessels, custom designed winches, propulsion systems, CP propellers, gyro propellers with fixed or variable pitches, jet-thrusters, nozzles, reduction gearboxes, anchor handling systems complete with tanks, remote control compressors and high lift rudders for reducing fuel consumption and optimising maneuverability, passive stabilising systems, sounding systems for tank surveillance, remote control system for main engines, propellers and valves, pneumatic tank sounding equipment, electro-hydraulic remote trawl controls, steering systems, towing hooks with automatic releases, all models of valves for cross-over and bilge water purposes all types of cargo vessels, coastal passenger vessels, factory ships, ferries, fishing vessels and offshore supply vessels. To carry on business of storage, Handling, maintenance and repairs of Marine I S O containers. To carry on business of stuffing and destuffing of containers with available Cargo.
98. To carry on the business of developers of urban and rural immovable properties, builders, engineers, surveyors, architects, consulting engineers, building experts and advisors, decorators, designers, planners, house owners and house sellers of flats, mansionettes, dwelling houses, shops, offices, hotels and recreational complexes, stadia, industrial estates, lessees of lands, flats and other immovable properties wherever situated or rights or interests therein or connected therewith, to prepare building sites, and to construct, reconstruct, pull down, alter, improve, decorate and furnish and maintain flats, mansionettes, dwelling houses, shops, offices, buildings, hotels and motels and recreational conveniences, to lay out roads and pleasure gardens and recreation and playgrounds; disneylands, fair and exhibition grounds, to plant, drain or otherwise improve the land or any part thereof.

99. To carry on the business of manufacturers, retailers, importers, exporters and dealers, retailers, importers, exporters and dealers in chemical products of any nature including heavy chemicals, petrochemicals, synthetic chemicals, organic and inorganic, microbiologicals, pharmaceuticals and other allied chemicals, solvents, alkalies, acids, drugs, essence, medicinal chemicals, industrial and other preparations of any nature and kind whatsoever.
100. To carry on the business of jewellers, gold and silvermiths, dealers in gold, bullion, precious metals and stones and articles of gold, bullion, precious metals and stones and as manufactures and dealers in gold and silver plates, plated articles, watches, clocks and appliances of every description and as bankers, commission agents and general merchants.
101. To carry on the business of merchant banking to act as managers, registrars, issue house to issues of shares, stocks, debentures, bonds, units, participation certificates deposit certificates, notes bills, warrants, commercial bills, bills of exchange, promissory notes, commercial paper of any company, corporation or association or any other instrument whether or not transferable or negotiable, (hereinafter collectively referred to as the SECURITY) to act as agents of and or dealers in the securities in the course of merchant banking business, discounting, rediscounting, buying, selling, underwriting and otherwise dealing in all securities, and to act as discount house for any of the securities, to act as financial consultants, advisers and counsellors in investment and capital markets, to underwrite, sub-underwrite, to issue guarantees or to give any other commitments for subscribing or agreeing to subscribe or procure or agree to procure subscription for the securities, to manage portfolio investments, to provide financial and investment assistance for the purposes herein, to manage and administer computer centers and clearing house for the securities, to form consortium of managers, agents and purchasers for or of any of the securities, to act as brokers, dealers, and agents of or in connection with the securities, gold, silver and precious metals, to join any consortium for any financial arrangements whether in domestic market or in international market and whether by way of loans, guarantees, export and yard credits, to undertake the

- work of factoring of bills and other commercial papers, and to arrange and/or co-ordinate documentation and negotiation in this regard.
102. To carry on business of any type of Antiques and all type of rare Spices.
 103. To acquire, utilise, grow, plant, cultivate, produce and to exploit any estates of lands for floricultural, agricultural, horticultural, plantation, sericultural and farming purposes and agro-industrial projects and to carry on business as producers, planters, processors, growers, cultivators, traders, buyers and sellers, importers, agents, consultants, dealers, storekeepers and distributors and exporters for any ordinary or specialised floricultural, agricultural, horticultural, plantation, sericultural and agro-industrial products and commodities, including flowers, fruits, vegetables, foodgrains, pulses, seeds, cash crops, cereal products and flora.
 104. To carry out activities related to Marketing & Advertising of any items/ products of its own as well as for other person, firm, company or body corporates. To carry out service oriented activities like survey of products, to arrange exhibitions, to arrange seminars, to arrange any such type of shows on behalf of other person, firm, company or body corporate. To provide any such type of services which company may be able to carry out. To act as a consultant for marketing & Advertising of products or items for other person, firm, company or body corporate to carry out business in India & other countries. To provide information regarding services, activities & products or items of any other person, firm, company or body corporate. To act as a or to establish a call centre and also provide all types of market related services covering management advising, conducting, monitoring, arranging, funding, servicing, co-ordinating, administrating and organising in regard to growth schemes, Gifts schemes, Discount schemes, Network schemes, Chain system schemes and other types of services, which are generally accented by the public at large. Also to act as Advertising & Marketing agent on behalf of any person, firm, company or body corporate.

105. To manufacture from crude drugs and raw materials, drugs and chemicals chemical goods, pharmaceuticals, preparations aerated and mineral water and similar other preparations.
106. To act as business consultant, give advice, to engage in dissemination of information in all aspect of business, organisation and industry in India and to advise upon the means and methods for extending and developing system or processes relating to production, storage, distributor, marketing, and securing or orders for sale of good in India and abroad and/or relating to the rendering of services.
107. To carry on the business of tabacconists in all its branches and to sell, make-up and manufacture tobacco, cigars, cigarettes and snuff.
108. To cultivate, tea, coffee, chinchona and any other such similar product and to carry on the business of planers in all its branches, to carry on and do the business of cultivators, winners and buyers of every kind of vegetable mineral of such other product of soil, dispose of and deal in any such produce, either in its prepared, manufactured or raw state and either by whoelsale or retail.
109. To carry on the business of manufacturers of or dealers in pulp and paper of all kinds and articles made from paper and pulp such as card boards and wall and ceiling papers and packaging cartons and newspapers and newprints.
110. To sell, breed, import, export, improve, prepare, deal and trade in cattle, bird, poultry, game live and dead-stock of every description, eggs, pork-pipes susage, pickles spices, sauces, jams, jelly custard, prawn, potted meats, macaron, spghetti table delicacies, bread, biscuit, wine biscuits and such other ferinaceous goods and products cocoa, confectionery, cakes and buns.

- IV. The liability of the members is limited
- a. The authorised share capital of the company is Rs. 1,00,000/- (Rupees one lac only) divided into 10,000 (Ten thousand only) Equity shares of Rs.10/- (Rupees ten only)
 - b. Paid up capital of company shall be minimum Rs. 1,00,000 (Rupees one lac only)

V. We the several persons whose names, addresses and descriptions are hereinunder subscribed below, 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 to our respective names.

| NAME, ADDRESS, DESCRIPTION AND OCCUPATION OF EACH SUBSCRIBER | NUMBER OF EQUITY SHARES TAKEN BY EACH SUBSCRIBER | SIGNATURE OF SUBSCRIBER | SIGNATURE OF WITNESS AND HIS NAME, ADDRESS AND OCCUPATION |
|--|--|-------------------------|--|
| VIVEKKUMAR BHAGAT S/O RADHA MOHAN PRASAD 33/402, NRI COMPLEX, SEAWOOD ESTATE SECTOR 54/56/58, NERUL NAVI MUMBAI 400 706. BUSINESS | 5,000 (Five Thousand Only) | SD/- | SD/- BHAVESH PAREKH S/O NAVINCHANDRA PAREKH 92, VINDHYA COMPLEX, SECTOR 11, C B D BELAPUR, NAVI MUMBAI 400 614. SERVICE |
| PARBATI BHAGAT W/O VIVEKKUMAR BHAGAT 33/402, NRI COMPLEX, SEAWOOD ESTATE SECTOR 54/56/58, NERUL NAVI MUMBAI 400 706. BUSINESS | 5,000 (Five Thousand Only) | SD/- | |