

MEMORANDUM
AND
ARTICLES OF ASSOCIATION
OF
MFL INDIA LIMITED

भारत सरकार-कॉर्पोरेट कार्य मंत्रालय
कम्पनी रजिस्ट्रार कार्यालय, राष्ट्रीय राजधानी क्षेत्र दिल्ली एवं हरियाणा

नाम परिवर्तन के पश्चात नया निगमन प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : L63040DL1981PLC012730

मैसर्स. MY FAIR LADY LIMITED

के मामले में, मैं एतद्वारा सत्यापित करता हूँ कि मैसर्स.
MY FAIR LADY LIMITED

जो मूल रूप में दिनांक अठारह नवम्बर उन्नीस सौ इक्याती को कम्पनी अधिनियम, 1956 (1956 का 1) के अंतर्गत मैसर्स
MFL INDIA LIMITED

के रूप में निगमित की गई थी, ने कम्पनी अधिनियम, 1956 की धारा 21 की शर्तों के अनुसार विधिवत आवश्यक विनिश्चय पारित करके तथा
लिखित रूप में यह सूचित करके की उस भारत का अनुमोदन, कम्पनी अधिनियम, 1956 की धारा 21 के साथ पठित, भारत सरकार, कम्पनी कार्य
विभाग, नई दिल्ली की अधिसूचना सं. सा.कॉ.नि.507 (अ) दिनांक 24.6.1985 एस् आर एन B11296852 दिनांक 05/05/2011 के द्वारा
प्राप्त हो गया है, एक कम्पनी का नाम आज परिवर्तित रूप में मैसर्स
MFL INDIA LIMITED

हो गया है और यह प्रमाण-पत्र, कथित अधिनियम की धारा 23(1) के अनुसरण में जारी किया जाता है।

यह प्रमाण-पत्र, मेरे हस्ताक्षर द्वारा दिल्ली में आज दिनांक पांच मई, दो हजार ग्यारह को जारी किया जाता है।

GOVERNMENT OF INDIA - MINISTRY OF CORPORATE AFFAIRS
Registrar of Companies, National Capital Territory of Delhi and Haryana

Fresh Certificate of Incorporation Consequent upon Change of Name

Corporate Identity Number : L63040DL1981PLC012730

In the matter of M/s MY FAIR LADY LIMITED

I hereby certify that MY FAIR LADY LIMITED which was originally incorporated on Twenty Eighth day of November
Nineteen Hundred Eighty One under the Companies Act, 1956 (No. 1 of 1956) as MFL INDIA LIMITED having duly
passed the necessary resolution in terms of Section 21 of the Companies Act, 1956 and the approval of the Central
Government signified in writing having been accorded thereto under Section 21 of the Companies Act, 1956, read
with Government of India, Department of Company Affairs, New Delhi, Notification No. G.S.R 507 (E) dated
24/06/1985 vide SRN B11296852 dated 05/05/2011 the name of the said company is this day changed to MFL
INDIA LIMITED and this Certificate is issued pursuant to Section 23(1) of the said Act.

Given under my hand at Delhi this Fifth day of May Two Thousand Eleven.



(PREMLAL BHANJURAM MALIK)

उप कम्पनी रजिस्ट्रार / Deputy Registrar of Companies
राष्ट्रीय राजधानी क्षेत्र दिल्ली एवं हरियाणा
National Capital Territory of Delhi and Haryana

कम्पनी रजिस्ट्रार के कार्यालय अधिलेख में उपलब्ध पत्राचार का पता :

Mailing Address as per record available in Registrar of Companies office:

MFL INDIA LIMITED

B-802, Munirka Apartments, Plot No. 11, Sector - 9, Dwarka,
NEW DELHI - 110075,
Delhi, INDIA

For MFL India Limited

Shekhar Shukla

Whole Time Director

Co. No. 12730



Certificate for Commencement of BUSINESS

व्यापार प्रारंभ करने का प्रमाण-पत्र

Pursuant of section 149 (3) of the Companies Act, 1956.

कम्पनी अधिनियम १९५६ की धारा १४९(३) के अनुसरण में

I hereby certify that the MY FAIR LADY LIMITED

में एतद् द्वारा प्रमाणित करता हूँ कि " माई फेयर लेडी लिमिटेड "

which was incorporated under the Companies Act, 1956 on,
जो कि कम्पनी अधिनियम, १९५६ के अन्तर्गत पंजीकृत की गई थी दिनांक 7
अप्रैल, 1903

the TWENTY - EIGHT day of NOVEMBER 1981
and which has filed a duly verified declaration in the
और जिस ने कि निश्चित प्रश्न में सत्यापित घोषणा पत्र प्रस्तुत कर दिया है कि
prescribed form that the conditions of section 149 (2) (a) to
उस ने धारा १४९ (२) (क) से (ग) तक की सभी शर्तों का अनुपालन कर दिया है,
(c) of the said Act, have been complied with, is entitled
अतः व्यापार प्रारंभ करने की अधिकारी है।

to commence business.

Given under my hand at NEW DELHI

मेरे हस्ताक्षर से आज दिनांक 23 मई, 1903

this THIRTEENTH day of JANUARY

One thousand nine hundred and EIGHTY-TWO

का जारी किया गया।

Sd.

SEAL

SOORAJ KAPOOR
Registrar of Companies

कम्पनी रजिस्ट्रार

DELHI & HARYANA

For MFL India Limited

Managing Director

For MFL India Limited

Shakti Chhabra

Whole Time Director



प्रारूप ० आई० आर

Form I, R.

नियमन का प्रमाण-पत्र

Certificate of Incorporation

सं० 12730

शक 1903

No 12730

of 1981-82

मैं एतद् द्वारा प्रमाणित करता हूँ कि आज " माई फेयर लेडी लिमिटेड "

कम्पनी अधिनियम 1956 (1956 का 1) के अधीन नियमित की गई है और यह कम्पनी परिसीमित है।

I hereby certify that MY FAIR LADY LIMITED

is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the Company is limited.

मेरे हस्ताक्षर से आज ता० 7 अक्टूबर, 1903 को दिया गया।

Given under my hand at NEW DELHI this TWENTY-EIGHT day of NOVEMBER One thousand nine hundred and EIGHTY-ONE

Sd.

सूरज कपूर

कम्पनी रजिस्ट्रार

SEAL

SOORAJ KAPOOR

Registrar of Companies

DELHI & HARYANA

For MFL India Limited

Managing Director

For MFL India Limited

Whole Time Director

Whole Time Director

(THE COMPANIES ACT, 1956

(COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION
OF
MFL INDIA LIMITED

I. The Name of the Company is **MFL INDIA LIMITED**

II. The Registered office of the Company will be situated in the Union Territory of Delhi.

III. The object for which the Company is established are

(A) THE MAIN OBJECTS TO BE PURSED BY THE COMPANY ON ITS
INCORPORATION ARE:

1. To carry on & be in the business of providing Logistic Solutions and Services like but not limited to Clearing, Forwarding, Handling, Transportation, Warehousing, Cargo Consolidation, Loading, Unloading, Distribution, Storage, Packing, Shipping, Barging, Stevedore, Record keeping & Management, Multi modal Logistics, Project Logistics, Containerised Logistics, Express Logistics, E-Commerce Logistics & Cold Chain Logistics e.t.c and for that purpose Hire, Own, Acquire & Maintain Motor Vehicles, Trucks, Trailers, Cranes, Forklifts, Tip Trailers, Reach Stacker's, Automobile carriers, Loading & Unloading equipment, Multi modal Transportation Systems, Reefer Trailers, Trucks, Containers, Generators, Ships, Barges, Tugs, Offshore Support vessels, Airplanes e.t.c. And also Own, establish, construct Ports, Container freight stations, Inland container depots, Goods sheds, Railway Lines, Tracks, Stockyards, Silos, Warehouses, Distribution Centers, Cold rooms, Cold stores, Airports e.t.c as the need of business may demand.
2. To carry on & be in the business of Exploration, Mining, Excavation, Crushing, Manufacturing, Export, Import & Trading of Minerals & their End / Finished products whether Minor or Major Like but not limited to Stone, Masonry Stone, Granite, Marble, Iron Ore, Copper Ore, Basalt, Calcite, Oil, Gas, Zinc, Dolomite, Limestone e.t.c and for this purpose Own, Acquire, Hire, Hold Mining leases, Lands, Concessions, Rights over Land/Air/Water, Set up Plants & Machinery like Crushers or with any other Metallurgical process, HE MM, Excavators, Tippers, Tip Trailers, Screens, Industrial Plants & Sheds, Transit Mixers, RMC Plants, Hot Mix Plants, Piling / Drilling Rigs, Platforms, Gang saws e.t.c as the need of business may demand.
3. To carry on & be in the business of Infrastructure and Real Estate development by way of being Land Consolidators & Developers, Builders, Hire's, Contractors, Sub contractors, Traders, Brokers, Estate Agents for Infrastructure and Real Estate projects like but not limited to Townships, Houses, Senior Citizen Homes, Farm Houses & Lands, Apartments, Roads, Railways, Dams, Ports, Industries e.t.c.

For MFL India Limited

Managing Director

For MFL India Limited

Managing Director

4. To carry on & be in the business of Tourism & Hospitality by Owning, Managing and Operating Hotels, Resorts, Restaurants, Bars, Food Chains, Caravans, Yachts, Cruise Liners, Golf Courses, etc'

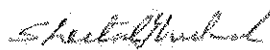
(B) OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS

1. To enter into contracts, agreements and arrangements with any other company, firm or person for the carrying out by such other company, firm or person behalf of the company of the object for which the company is formed.
2. To buy, sell, exchange, refine, repair, alter, improve, convert, manipulate, prepare, for market, import export and otherwise deal in all kinds of plants, machinery, apparatus, tools, utensils, receptacles, substances, materials, articles and things necessary or convenient for carrying on the business or process of the company.
3. To the repair, remodel, clean, renovate, convert, manipulate and prepare for resale any goods from time to time belonging to the Company.
4. To employ experts to investigate and examine into the condition, prospects, value, character and circumstances of any business of any business concerns and undertaking and generally of any assets, property or rights.
5. To establish branches or appoint agencies for or in connection with any of the objects of the company, to carry on any business or branch of a business which the company is authorised to carry on by means, or through the agency, of any subsidiary company, or companies and to enter into any arrangement with such subsidiary company for taking the profits to and bearing the losses of any business or branch so carried on, or for financing any such subsidiary company or guaranteeing its liabilities, or to make any other arrangement which may seem desirable with reference to any business or branch so carried on including power at any time and either temporarily or permanently, to close any such branch or business.
6. To appoint directors or managers of any subsidiary company or of any other company in which the Company is or may be interested.
7. To take part in the supervision and control of the business or operations of any company or undertaking.
8. For the purpose herein mentioned to appoint and remunerate any directors, trustees, accountants or other experts or agents.
9. To purchase, take on lease or in exchange hire or otherwise acquire any immovable or movable property and any rights or privileges which the company may think necessary or convenient for the purpose of its business and in particular any land, building, easements, machinery, plant and stock in trade and either to retain any property to be acquired for the purposes of the company's business, or to turn the same to account as may seem expedient.

For MFL India Limited


Managing Director

For MFL India Limited



Whole Time Director

10. To construct improve maintain, develop, work, manage, carry out, or control any buildings, factories or works or any roads, Ways or other Works and convenience which may seem calculated directly or Indirectly to advance the company's interests and to contribute to, subsidise or otherwise assist or take part in the construction, improvement, maintenance, development, working, management, carrying. out or control thereof.
11. To sell, lease, grant, licences, easements anti other rights over and in any other manner deal with or dispose of the undertaking property, assets, rights and effects of the company, or any part thereof, for such consideration as the company may think fit and in particular for shares, debentures or securities of any other company.
12. To acquire the whole or any part of the business, property, and liabilities If any person firm or company carrying on or proposing to carry on any business which the company is authorised to carryon. or possessed of property suitable for the purpose of the company, or which can be earned on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the company.
13. To amalgamate, enter into any partnership or partially amalgamate with or acquire interest In the business of any other company, person or firm carrying on or engaged in or about to carry on any business which the company authorised to do or enter into any arrangement for sharing profit, or for co-operation or for mutual assistance with any such person, firm or company, to acquire, carry on any other business (whether manufacturing or otherwise) auxiliary to the business of the company or calculated directly to enhance the value or render more profitable any of the company's property and to give or accept by way of consideration for any of the acts or 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.
14. To enter into partnership, or into any arrangement for sharing profits or losses, or for any union of interest, joint adventure, reciprocal concession or co-operation with any person or persons, or company or companies carrying on or engaged in or about to carryon or engage in or being authorised to carry on engaged in or about any business or transaction which this company is authorised to carryon or engage in or in any business or transaction capable of being conducted so as directly or indirectly to benefit this company.
15. To establish or promote or concur in establishing or promoting any company or companies for the purpose of acquiring all or any of the property, rights and liabilities of the company or for any other purpose which may seem directly or indirectly calculated to benefit the company and to place or guarantee the placing of, underwrite, subscribe for or otherwise, aquire all or any part of the shares, debentures or other security of any such other company.
16. To enter into any arrangement with any Government or authority, supreme, municipal; local or otherwise, or any person or company that may seem conducive to the company's objects or any of them and to obtain from any such Government authority person or company and rights, privileges, characters, contracts, licences and concessions which the company may think it desirable to obtain and to carry out, exercise and comply therewith
17. To apply for promote, and obtain any Act, charter; privilege concession; licence; authorisation; if any; Government, State or Municipality; Provisional order or licences of any authority for enabling the company to carry and of its objects into effect, or for extending any of the powers of the company or for effecting and modification of tile company's constitution or for any other purpose which may seem expedient and to oppose any proceedings or application which may seem calculated, direct or indirectly to prejudice tile company's interests

18. To apply for purchase or otherwise acquire and protect and renew in any part of the world any patents, patent rights, brevets, d'invention; trade marks designs; copyrights; know-how licences; concession; industrial property; intellectual property and the like; conferring any exclusive or non-exclusive or limited right to their use, application or exploitation or any secret or other information as to any invention or otherwise which may seem capable of being used for any of the purpose of the Company or the acquisition of which may seem calculated, directly or indirectly to benefit the company and to use; exercise; develop or grant licences in respect of or otherwise turn to account the property; right; or information so acquire and to expend money in experimenting upon, testing or improving any such patents; inventions or rights.
19. To sell any patents, rights or privileges belonging to the company or which may be acquired by it or any interest in the same and to grant licences for the use and practice of the same or any of them, and to let or allow to be used or otherwise deal with any inventions, patents or privileges in which the company may be interested and to do all such act and things as may be interested and be deemed; expedient for turning to account any inventions, patents and privileges in which the company may be interested.
20. To establish, provide, maintain and conduct; or otherwise subsidise research laboratories and experimental workshops for scientific and technical research and experiment and to undertake and carry on with all scientific and technical researches; experiments; and tests of all kinds and to promote studies and research, both scientific and technical, investigation and invention by providing, subsidising, endowing or assisting laboratories workshops libraries, lectures; meeting, and conference and by providing for the remuneration of scientific or technical professors or teachers and by providing for the award of exhibitions, scholarships; prizes and grants to student's or otherwise and generally to encourage; promote and reward studies; research; investigations, tests and inventions of any kind that may be considered to assist any of the business which the company is authorized to carry on.
21. To provide for the welfare of any employee or employees of the company and the wives widows, husbands and widowers and families or the dependents or connections of such persons by grants of money, pensions, pensions, allowances, bonus or other payment; or creating and from time to time subscribing to provident institutions or associations fund or trustee and by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and other attendance and other assistance as the company shall think fit and otherwise to assist or guarantee money to any charitable or benevolent institution or object which shall have any moral or other claim to support or aid by the company either by reason of locality of operation or of utility to the company or its employees.
22. Subject to the provision of sect. 293 A of the Act. to make donations to such persons, or institution, and in such cases and either of cash or any other assets as may be thought directly or indirectly conducive to any of the Company's objects or otherwise expedient and in particular to any individual or body for any particular purpose, to remunerate any person or corporation introducing business to this Company and also to be subscribe, contribute, or otherwise assist or guarantee money for charitable, scientific or benevolent, public or cultural, educational or other institutions, objects or for any public, general or other objects and to establish and support or aid in the establishment and support of association institutions funds, trusts and convenience for the benefit of the employees or ex-employee (including Directors) of the company or its predecessors in business or of persons having dealing with the company or the dependants, relatives or connections of such persons and in particular friendly or other benefit societies grant and to pension, allowances, gratuities and bonuses, either by way of

annual payments or a lump sum and to make payments towards insurance and to form and contribute to provident benefit funds and other welfare funds of or for such persons.

23. To refer or agree to refer any claim, 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 his or her or their representatives, or between the company and third parties, to arbitration in India or at any place outside India, and to observe and perform and to do all acts, deeds, matters; and thing to carry out or enforce the awards.
24. To payout from the funds of the company all expenses which the company may lawfully pay with respect to the promotion 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.
25. To pay all preliminary expenses of any company promoted by the company or any company in which the company is or may contemplate being interested, including in such preliminary expenses all or any part of the costs and expenses of owners of any business or property acquired by the company,
26. To pay for any right, 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, 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 or tile conduct of its business whether by cash payment or by the allotment of shares, debentures, or other securities of the company credited as paid up in full or in part or otherwise.
27. To adopt such means of making known the business of the company as may seem expedient and, in particular, by advertising in the press, by circulars by purchase and exhibition of the works of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations; subject to the provisions of the Companies Act; 1956.
28. To lend and advance money or to such 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 or by any such persons or companies and generally to give guarantee and indemnities.
29. To carry on business as estate agents and to manage land, buildings, and other property whether belonging to the company or not, and to let portions of any premises for residential, trade or business purposes, or other private or public purposes,
30. To invest and deal with the money of the Company in such manner as may from time to time be determined
31. Subject to the provision sect. 298 and 58 A of the Act to receive money 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 debenture or debenture stock perpetual or otherwise) and to secure the re-payment of any money borrowed, raised 'or owing by mortgage, charge or lien upon all 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 lien to secure and guarantee the performance by the company or any other person of company any obligation undertaken by the company or any person or company as the case may be, without doing banking business within the meaning of the Banking Regulations Act, 1949'

32. To undertaking and execute any trusts the undertaking of which may seem in the company desirable and either gratuitous or otherwise
33. To draw make, accept, endorse, discount; execute; and issue bills of exchange; promissory notes; bills of lading; warrants; debentures and other negotiable or transferable instruments or securities
34. To improve, manage, develop, sell, exchange, lease, mortgage, grant licences; easements and other reports over manner deal with turn or account or dispose of, the undertaking property, assets, rights and effects of the company; or any part thereof, for such consideration as the company may think fit, and in particular for shares, debentures, or securities of any other company.
35. To vest any moveable or immoveable property, rights or interests acquired by or belonging to the company in any person or company on behalf of or for the benefit of the company, and with or without any declared trust in favour of the company
36. Subject to the provision of the Companies Act, 1956, 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 the course of winding up of the company
37. To issue the whole or any part of the property of the company either fully or partially to protect and indemnify the company from liability or loss in any respect either fully or partially and also to ensure and to protect and indemnify any part or portion thereof either on mutual principle or otherwise,
38. To carry out in any part of the world all or any part of the company's objects, as principal agents, factor, trustee, contractor or otherwise, either alone or in conjunction with any other person, firm, association; corporate body, municipality, province, state body politic or government or colony or dependency thereof.
39. 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 for this purpose to have and maintain and to discontinue such number of offices and agencies therein as may be convenient.
40. To procure the company to be registered or recognised in any part of the world.
41. To carry on the business of marketing Merchandising, promotion and sales, wholesale and retail sale and to act as manufacturers representatives, general agents or marketing agents, suppliers and receivers to be and to appoint sole agents and distributors or stockists and to maintain, run and control stores, shops, chains stores; branches, offices for the aforesaid articles
42. To enter into agreements, arrangements, and collaborations with Indian or Foreign Companies Firms, Persons, Government or semi-Government authorities for technical know-how financial participation, selling and marketing assistance for the manufacture, marketing, import & export of all merchandise, machinery and equipment used in concern with the company.
43. To manufacture, prepare for market, refine, clean; restore; recondition and otherwise manipulate and deal in and turn to account all refuse by-products and other products capable of being manufactured or produced with the use of all or any materials or commodities used in the manufacture of all or any of the products for which the company is established and waste and other materials of any kind, and to recondition the same or make such other use of the same as may be thought fit.

44. To manufacture, buy, sell import and export trade and deal in all kinds of plants, machineries equipment, apparatus, tools, utensils, material, substances, articles and things necessary or useful for carrying on any; the business of the company or usually dealt with by persons engaged therein.
45. To manufacture and, either as principals or agents, trade and deal in any articles belonging to any business which the company is carrying on or is authorised to carry on and all apparatus, appliances and things used in connection therewith, or with any invention, patents or privileges for the time being belonging to the company.
46. To sell, grant licences, easements and other rights over and in any other manner deal with or dispose of the undertaking property, assets, rights and effects of the company, or any part thereof, for such consideration as the company may think fit and in particular for shares, debentures or securities of any other company

(C) OTHER OBJECTS:

1. To carry on business as wholesale and retail chemists and druggists, importers, exporters, makers, refiners, processors of traders and manufacturers of and dealers in, pharmaceutical; medicinal, veterinary, diagnostic, antibiotic antiseptic, disinfectant; chemical, biological; immunological, contraceptive, radio pharmaceuticals, surgical, therapeutic preparations; substances; products, substances and articles used in connection with scientific, medical; dental; veterinary and hospital purposes
2. To manufacture, produce, refine, process; formulate buy; sell; export import or otherwise; deal in all classes and kinds of chemicals including; without limiting the generality of the foregoing organic, fine, heavy, laboratory and scientific; in organic chemicals of any nature used or capable of being used in the pharmaceutical industry and pesticides.
3. To carry on business as laboratory proprietors to act as analytical and consulting chemists and to undertake analytical and research work of any kind.
4. To manufacture and deal in all kinds of sanitary towels and all kinds and types of apparel for children and adults.
5. To carry on business as fishermen and fisheries and winners of sea-food out at sea or in river and inland waters and as exporters and importers and dealers in fish, shell-fish (both crustacea and mollusca), sharks; whales, dolphins, sea-weed and other allquatic fauna and flora and to produce and deal in fish and sea products and by-products thereof of every type including fish oil, fish food mawa, bones, guanos, pastes concentrates, derivatives and all products the source whereof shall be aquatic flora and fauna, or any type of shell.
6. To carry on the business of makers of artificial eyes and limbs, corset, stay, bandage, crutch, chair, stretcher; carriage; ambulance and providers of all requisites for hospital patients and invalids.
7. To carry on the business of manufacturers of and dealers in disinfectants, vermifuges, fungicides weedkillers insecticides pesticides, fertiliser and manures and remedies of all kinds for agricultural fruit growing or other purposes or as remedies for humans or animals and whether produced from vegetables or animal matter or by any chemical process.
8. To carry on business as manufacturers of, and dealers in chocolates, sweets, confectionaries, biscuits, chewing-gum, tea, cocoa, coffee, sugar; food-stuff; eatable and refreshments of all descriptions, icecream.

9. To carry on business as manufacturers of, and dealers in dyes, dyestuffs, dyewares, gases, plaster of paris, gypsum, plaster, salts, acids, alkalies, tannias, essences, cordials, oils, paints, insinglass, colours, glues, gum, plasters, organic or mineral intermediates, compositions and laboratory reagents.
10. To carry on business of rice millers and oil millers.
11. To carry on business as manufacturer, importers, exporters of and dealers in, scientific, laboratory, technical, pharmaceutical, pressed glassware, kitchenware, bottles, flasks, stoppers tumblers, mirrors & other varieties of glassware.
12. To carry on business as manufacturers of and dealers in food far infants and invalids, dietetic foods cereals and foodstuffs of all descriptions for human and animal use, tonics, beverages and other restoratives or foods suitable or deemed to be suitable for invalids, convalescents and/or for the general public.
13. To carry on business as producers and manufacturers of and dealers in and importers and exporters of animal, sea, river, lake, dairy farm, agricultural and garden produce, provision stores and merchandise of all kinds, organic and inorganic and food products from all sources whatsoever and in particular milk, casein and its allied products, condensed milk, soyaheans, milklike and creamlike products and all products and substances of any description derived from the manipulation or treatment of milk soyabeans milklike and cream-like products or any products in any manner whatsoever, cream, butter, cheese, ghee, hydrogenated oils, poultry, game, eggs, meat, fish, shellfish, fruits, vegetables, cereals.
14. To carry on business as manufacturers of, and dealers in, all kinds of hair clips, paper pills, clips stuples pins, drums, and containers, manufacture of stationery items such as fountain pens, pencils, rubbers, calculators, calendars, diaries etc.
15. To carry on business as manufactures of and dealers in. all kinds of utensils, thermometers, razor blades, umbrellas, adhesives, cellophane tapes, emulsifiers, matches.
16. To carry on business as manufacture of, and dealers in all kinds of scented sopari, incense sticks, cashew kernels, and chewing tobacco.
17. To carry on business as railway, shipping, carting, contractors, and agents, cargo, superintendents, packers, haulers, warehousemen, chartering, forwarding, and transport agents stevedores, wharfingers, carmen to act as customs clearing agents, and to provide any accommodation or assistance to exporters and travellers.
18. To carry on business as insurance brokers and agents in respect of all classes of insurance, including marine, fire, accident, burglary, workmen's compensation indemnity and motor in connection with the property of the Company or of the person or property of its employees.
19. To carry on business as capitalists financial guarantors, concessionaries, and to undertake, and carryon, and execute all kinds of financial, commercial trading, and other operations.
20. To carry on the business of dry salters, colourmen, importers and manufactures of and dealers in biological, biochemical, industrial and other preparations and articles compounds cements, oil paints, paint and colour grinders, makers of dealers in, proprietary articles of all kinds, and lubricants and greases, phosphates, nitrates, caustic soda, chlorine products, iodine; glues and gums and floral synthetics.

21. To purchase, manufacture, produce, refine, or otherwise acquire invest in own, hold use, lease, mortgage, pledge, sell, assign, transfer or otherwise dispose of, trade, deal with any and all kinds of chemicals and sources, materials, ingredient mixtures, required for their manufacture of their denvatries and compounds including but not limited to medicines, pharmaceutical, fertilisers and industrial chemicals of all kinds.
22. To crush, win, get, quarry, smelt, calcine, refine, dress, amalgamate, manipulate, and prepare for market, ore, metal, and mineral, substances of all kinds, and to carryon any other metallurgical operations which may be necessary.
23. To carry on business of manufactures, buyers, sellers and distributors, agents or dealers in all kinds of raw, cooked, tinned, canned, bottled, dehydrated, deep frozen or processed or unprocessed mineral areated and artificial waters, drinks, cordials, soups, broths tonice, juice, restorative beverages, biscuits delicacies, ice-creams.
24. To conduct carry on and manage the trade of whisky, gin, rum, brandy, and general distillers, compounds and rectifier merchants; exporters, importers, brokers, bottles, sales agents and general traders in relation to the marketing and distribution, at home and abroad, of spirit, wines, liquors and all other products derived from malt, sugar, grape; apples and other similar substances and generally to undertake, perform and carry out all or any of the operations ordinarily undertaken by distillery proprietors, wine growers, contractors, and shippers, or by persons or companies engaged in such business
25. To start carry on or engaged in the business of fishermen, dairymen; breeders of cattle, sheep, pigs, poultry and other livestock, farmers fruit gardeners, butchers, slaughters, exporters, importers and dealers in all sorts of tinned, canned, bottled, dehydrated, deep frozen or otherwise processed or unprocessed articles of food and drink; builders or fabricators venders proprietors, managers, of cold storage plants: coed storage installations and to any other type of plant, machinery or installations of cooling, freezing or processing all types of articles of food and drink.
26. To manufacture, purchase and otherwise deal in all kind of fishing, farming, gardening and canning equipment, implement, tools stores, accessories, requistes, chemicals, feeds, manure, preservatives, protectives and things required for the purpose of fishing, farming and canning business.
27. To carry on the business of warehousemen , removers, packers, hauliers, transport, cartage and haulage contractors and agents, storekeepers and general providers, carriers, custom agents, forwarding, transport and commission agents wharfingers, of valuables and goods and materials on deposit or for safe custody and to lend or give guarantee on the security thereof.
28. To purchase or otherwise acquire the mine working and mining ground, lands and property.
29. To carry on the trade or business of manufacturers of and dealers in, computers and tabulators of every kind, description and activity, accounting, book keeping, calculating, counting, reckoning, registering, recording, perforating, tabulating, sorting, addition, substrating, dividing, multiplying, printing, typewriting, copying, reproducing and distributing, machines and machinery, system, apparatus, appliances and devices of all purposes and any products and components thereof.
30. To acquire the recipes and full information as to the processes of manufacturing, and the right to manufacture and deal in pharmaceutical and medical preparations of all kinds.

31. To produce cinema films, art films, advertising films, and to construct, manage and operate cinema houses, clubs entertainment franchise, games, studios for photography, sound recording and film making and to produce for sale sound records cassettes and tapes and to distribute films.
 32. To manufacture raw films negatives, positives, sound recording, tapes projections equipment microscopes, telescopes, lenses, glasses.
 33. To manufacture, market and repair electronic equipment such as wireless sets, radio T.V. recorders, watches and any other type of electronic gadgets.
 34. To manufactures and deal in leather & leather products, skins, hides, umbrellas, bushes, shoes, boxes, purses.
 35. To work as travel agents, booking agents and to promote tourism, taxi and buses for the purpose.
 36. To conduct manage maintain and operate hotels, restaurants, bars and eating houses and coffee houses.
 37. To work as consultants, engineers, artists, draftsmen, designers, for all kinds of projects in India and abroad.
 38. To work as advertising agent and publishing houses for books and periodicals.
 39. To manufacture and deal in, wholesale, retail and for household distribution, spices, jams, pickles, tea, coffee and other processed, semi processed food and domestic use items.
 40. To enter into manufacture and sale of domestic appliances, fittings, sanitary, hardware, fans, furniture, air conditioners, fridges, stove, and the like.
 41. To manufacture and deal in carpets, wall papers, bed sheets, towels, and textile and apparel products of all types.
- IV. The Liability of members is Limited
- V. The Authorized share capital of the Company is Rs. 51,00,00,000/- (Fifty One Crores Only) divided into 51,00,00,000 (Fifty One Crore Only) Equity Shares of Re 1/- (Rupee One) each.

For MFL INDIA LIMITED

Rajin
Company Secretary

We the several persons whose names and addresses are subscribed here unto 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 indicated against our respective name.

Sl. No.	Name Address, Description and Occupation of the Subscriber	No. of Equity Shares taken by each Subscriber	Signature of Subscriber	Signature of witness with address, description and Occupation
1.	Mr. Sohinder Nath Chopra S/o Late Mr. J.R Chopra K-94, Hauz Khas, New Delhi (Business)	10 (Ten)	Sd/-	I hereby witness the signature of all the Subscribers who has signed in my presence at New Delhi Sd/- (R. C. Chandiwala) Chartered Accountants Mis Chandiwala, Gupta & Associates 13, Darya Ganj, New Delhi.
2.	Mr. Kalyan Singh Bajaj S/o Late N.S Bajaj 391, Narsi Nahata Street Bombay (Business)	10 (Ten)	Sd/-	
3.	Mrs. Harjit Kaur Bajaj W/o Mr. Kalyan Singh Bajaj 18, Punam Bldg. 67, Nepean Sea Road, Bombay (Business)	10 (Ten)	Sd/-	
4.	Mr. Kiranjit Singh Bajaj S/o Mr. Kalyan Singh Bajaj 18, Punam Bldg., 67, Nepean Sea Road Bombay (Business)	10 (Ten)	Sd/-	
5.	Mrs. Santosh Chopra W/o Mr. Sohinder Nath Chopra K-94, Hauz Khas, New Delhi (Business)	10 (Ten)	Sd/-	
6.	Mrs. Asha Chopra W/o Dr. K.L Chopra 10, West Avenue, IIT, Hauz Khas, New Delhi (Business)	10 (Ten)	Sd/-	
7.	My Lady Cosmetics (India) Pvt. Ltd. Through Mr. S.N. Chopra, Secretary, Z-37, Okhla Industrial Area Phase-II, New Delhi (Business)	10 (Ten)	Sd/-	
Total		70 (Seventy)		

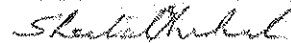
Place : New Delhi

Dated : 19th October, 1981

For MFL India Limited


Managing Director

For MFL India Limited



Whole Time Director