

THE COMPANIES ACT, 1956
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF

FLEXITUFF VENTURES INTERNATIONAL LIMITED

MEMORANDUM OF ASSOCIATION OF FLEXITUFF VENTURES INTERNATIONAL LIMITED (a Company under part IX of the Companies Act, 1956) made and entered this 8th day of April one thousand nine hundred and ninety three between.

1. Smt. Radhabai Kalani w/o Late Shri Badrinarayan Kalani	Private/ Public
2. Smt. Padma Kalani w/o Shri P. S. Kalani	Companies
3. M/s Indore Land & Finance Ltd.	registered
4. M/s Gagan Commercial Agencies Ltd.	under the
5. M/s Olive Commercial Co., Ltd.	Companies Act, 1956
6. M/s Saka Tradings Pvt. Ltd.	
7. M/s Manka Commercials Pvt. Ltd.	
8. M/s Million Properties Pvt. Ltd.	
9. M/s Alpine Properties Pvt. Ltd.	

WHEREAS the parties hereto have been carrying on business in partnership under the name and style of M/s Naviska Packaging (hereinafter referred to the said firm or company) or the terms and conditions contained in the partnership deed dated 1st March 1993 with its principal place of business at Indore, and

WHEREAS the said firm carrying on the business of packaging; and

WHEREAS all the parties thereto who are the members of the said partnership business, for the sake of smooth working and better and effective management and improvement and advancement of business have agreed and decided that all the members of the partnership (being a joint stock Company within the meaning of the said term as defined by Sec. 566 of the Companies Act, 1956) should register the said Joint Stock Company under Part IX of the Companies Act, 1956 as a company for carrying on and continuing the said business of the firm uninterrupted in a joint stock company and to abide and subject to the declarations and regulations contained in the Memorandum and Articles of Association following : and

WHEREAS the parties hereto have mutually agreed that their share in the present joint stock company represented by fixed capital account, shall continue exactly in the same proportion, where the joint stock company i. e. partnership firm is registered as company and accordingly their respective shareholding in the share capital as the members of the said joint stock company at the time of registration shall be in the following manner:

Name of the company	Amount Rs.	No. of Equity Shares of Rs. 10/- each, fully paid up (Parties are entitled to on registration).
1. Smt. Radhabai Kalani	58,000	5,800
2. Smt. Padma Kalani	58,000	5,800
3. M/s Indore Land & Finance Ltd.	23,000	2,300
4. M/s Gagan Commercial Agencies Ltd.	24,000	2,400
5. M/s Olive Commercial Co., Ltd.	24,000	2,400
6. M/s Saka Tradings Pvt. Ltd.	28,000	2,800
7. M/s Manka Commercials Pvt. Ltd.	28,000	2,800
8. M/s Million Properties Pvt. Ltd.	28,000	2,800
9. M/s Alpine Properties Pvt. Ltd.	29,000	2,900

NOW THIS INDENTURE WITNESSETH THAT EACH OF THE PARTIES HERETO respectively so far it relates to the acts and deeds of himself/itself hereby agrees and conversant mutually against themselves and each of them and any other person/s that may hereinafter join or become member of the Company in the manner contained in the Memorandum and Articles of Association, to be a joint Stock Company, under the name and style specified in the memorandum and that such company and members thereof shall be subject to the declarations contained in the Memorandum and Articles of Association.

1. In these presents unless there be something in the subject or context inconsistent therewith,
 - (a) "The Company" means the partnership of joint stock company hereby constituted and after the registration of the company the company as incorporated.
 - (b) "The Act" means the Companies Act, 1956.
 - (c) "The registration of the Company" means the registration of the Company pursuant to Part IX of the Companies Act, 1956.
 - (d) "The name of the Company" is **FLEXITUFF VENTURES INTERNATIONAL LIMITED**.
 - (e) "The Office of the Company" means principal place of the business of the company.
 - (f) "The register" means the register of members to be kept in pursuance to the provisions of the Act.
 - (g) "Directors" means the Director for the period of the company.
 - (h) "Month" means the calendar month.
 - (i) "The Articles of Association" means rules and regulations hereinafter mentioned in Schedule "A".
 - (j) "In writing" and "written" means and includes printing, lithography and other mode of re-printing of reproducing words in a visible form.
 - (k) "Dividend" includes "bonuses".
 - (l) "Seal" means the common seal for the time being of the company.
 - (m) "Voting strength" in relation to members of the company present in the meeting means the number of shares belonging to him and the number of share in respect of which the member has with him proxies from other members.
 - (n) Special and Ordinary Resolutions have the same meaning as assigned thereto respectively by the Companies Act, 1956.
 - (o) Partnership deed refers to the deed dated 1st March, 1993.
 - (p) Words signifying singular the masculine shall include the feminine gender.
 - (q) Words signifying person shall include the feminine gender.
 - (r) Words signifying persons shall include corporations mutatis mutandis.
 - (s) All other words and expressions used in these regulations shall unless the context otherwise requires bear the meaning as in the Act or any statutory modification thereof in force at the date on which the articles become binding on the company.

I. The name of the Company is **FLEXITUFF VENTURES INTERNATIONAL LIMITED^{*}**.

II. I. The registered office of the company will be situated in the state of **Madhya Pradesh**.

II. II. *(Approved by Regional Director, Eastern Region, Kolkata vide Order no. RD/T/21421/S-13(4)/15/6478-79 dated 13.08.2015 and by Shareholders of the Company by way of special resolution through postal ballot process, the result of which was declared on 06.01.15).

III. The objects for the company is established are :

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

1. To manufacture, buy, sell, export, import, process, convert, laminate, reprocess or otherwise, deal in plastics, plastic products, plastic packings and materials, namely high density and low density polyethylene, polypropylene, PVC products, woven fabrics, HDPE/PP, Woven sacks, bags, jute twine, yarn, monofilament yarn, tapes, films, co extruded films, wide width films, collapsible and other issue bubes sheets, containers, fittings, bitumen papers, aluminium foils, laminating materials, thermosettings, thermoplastics, teflon plastic, cellulose esters, esters, resines, wax, coating lacquers, shellac and varnishes.

**The Company at its 25th Annual General Meeting dated 19th September, 2018 changed the name from "Flexituff International Limited to Flexituff Ventures International Limited"*

2. To carry on the business of manufacture, processors, designers, buyers, sellers, exporters, importers, and/ or otherwise, deal in plastic tubes, tyres, films, moulded goods, bottles, containers, tubes, wrapping materials, transmission belts, conveyors, similar industrial articles, pipes, tubes, hoses, containers, vessels, tanks equipments, drip irrigation systems, sprinkler irrigation systems, automation systems, valves, water filters, fertigation equipments, pipes and similar equipments, electric products, shoe products and parts thereof, toys, insulating materials and all other blown, moulded formed, extruded, calendared and dipped goods and articles.

(As Amended in the Extra Ordinary General Meeting of The Members of The Company held on 1st February 2011.)

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

3. The acquire and hold shares, stock, debentures, debenture stocks, bonds obligations and securities issued or guaranteed by any company constituted or carrying on business in the Republic of India or elsewhere any debentures, debenture stocks, bonds, obligations, and securities, issued or guaranteed by any government, sovereign, rural, commissioners, public body or authority supreme, municipal, local or otherwise at home or abroad to acquire any such shares, stocks, debentures, debenture stocks, bonds, obligations or securities by original subscription, tender, purchase, exchange, or otherwise and to subscribe for the same either conditionally, or otherwise and to guarantee the subscription thereof and to exercise and enforce all rights and powers conferred by or incidental to the ownership thereof, to issue shares, debenture stocks, bonds, obligations and securities of all kinds and to frame, constitute and secure the same as may seem expedient, with full power to make the same by delivery or by instrument of transfer or otherwise and either perpetual or terminable and either redeemable or otherwise to charge or secure the same by trust deed or otherwise to charge or secure the same by trust deed or otherwise on the undertaking of the company, or upon any specific property and rights, present and future of the company, or (including if thought fit uncalled capital) or otherwise however, to export, import, buy, sell, barter, exchange, pledge, make advance upon invest in and otherwise deal in gold, silver, bullion, stocks, shares, securities of all kinds and description.
4. To purchase and otherwise acquire, manufacture, own, import, sell export and deal in all material substances, appliances, machines, containers and other articles and apparatus and things capable or being used in any of the aforesaid business and to own, lease and otherwise acquire and use facilities of whatever kind as may be convenient or useful or conducive to the effective working of the said business or any part thereof.
5. To acquire, build construct, alter, maintain, enlarge, pull down, remove or replace and to work manage and control any buildings, offices, factories, mills, shops, machinery, engine, roadways, tramways, railways, branches or sidings bridges, reservoirs, watercourses wharves, electric works and other works and conveniences which may seem necessary to achieve the main objects of the company and to join with any other person or company in doing any of these things.
6. To buy, sell, manufacture, repair, alter improve, exchange, let out on hire, import, export and deal in all factories, works, plants machinery, tools utensils, appliances, apparatus, product materials substances, articles and things capable of being used in any business which this company is competent to carry on 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.
7. To purchase, take on lease or tenancy or in exchange, hire, take options over or otherwise acquire for any estate or interest, whatsoever and to hold, develop, work cultivate, deal with and turn to account concessions grants, decrees, licenses, privileges, claims, options leases, property real or personal or rights or powers of any kind which may appear to be necessary to in or convenient or any business of the company.
8. To pay for preliminary any pre-incorporation expenses of the Company.
9. To sell, exchange, mortgage, let on lease, royalty or tribute, grant licenses, easements, options and other rights over and in other manner deal with or dispose of the whole or any part of the undertaking, property, assets, rights and effects of Company for such consideration as may be thought fit in particular for stock, shares whether fully or partly paid up of securities of any other company having objects whole or in part similar to those of the company or as may be approved by the shareholders.

10. To pay for any rights or property required 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.
11. To lend/and advance money, either with or without security and give credit to such persons (including Government) and upon such terms and conditions as the Company may think fit, provided the Company shall not carry on banking business.
12. To guarantee the performance of any contract or obligations of and the payment of money of or dividends 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 directly or indirectly to further the objects of the Company.
13. To guarantee the payment of money unsecured or secured payable under or in respect of promissory notes, bonds, debentures, debenture-stock, contracts, mortgages, charges, obligations, instruments and securities of any company or of any authority, supreme, municipal, local otherwise or of any persons whomsoever, whether incorporated or not incorporated of any contract or obligations as may be necessary for the purpose of the Company.
14. To subscribe for, underwrite, acquire, hold and sell, share-stock, debenture, debenture-stock, bonds, mortgages, obligations, securities of any kind issued or guaranteed by any company (body corporation or undertaking) of whatever nature and whatsoever constituted or carrying on business, and to subscribe for, underwrite, acquire, hold and sell shares, stock, debenture-stock, and debenture-stock, bonds, mortgages, obligations and other securities issued or guaranteed by any Government sovereign ruler, commissioners, trust, municipal, local or authority or body of whatever nature, whether in India or elsewhere as may be conducive to the business of the Company.
15. To invest any money of the Company not immediately required 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 as may be necessary for the purpose of the Company.
16. Subject to Section 58-A of the Act, and the regulation made thereunder and the directions issued by the Reserve Bank of India, 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 debentures or debenture-stock (perpetual or otherwise) and to secure the payment 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 uncalled capital and also by a similar mortgage, charge, or lien to secure and guarantee the performance by the company or other person or company of any obligation undertaken by the Company.
17. To draw, make, accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory notes, bill of lading, debentures and other negotiable or transferable instruments or securities.
18. To apply for, purchase or otherwise acquire and protect, prolong and renew in any part of the world, any patents, patents right, brevetted inventions, trade-marks, designs, licenses, protections, concessions and the like conferring any exclusive or non-exclusive or limited right 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 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 licenses 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.
19. To issue and prepare Monograms, patent designs for the products manufactured by the Company or in which the Company carries on trade and get the patent right registered.
20. To purchase, take on lease or license or in exchange hire or otherwise acquire any property, movable or immovable or any rights or privileges which the Company may think necessary or expedient for privileges of its business and in particular lands, buildings, works, easements, machinery, plants, stock in trade, offices, patents, inventions, privileges, monopolies, licenses, concessions or process and any other right or powers conferring any exclusive or nonexclusive or limited right to use any secret process or information as to any invention available for use in connection with any of the objects of the Company, subject to provisions of the Monopolies and Restrictive Trade Practices Act, 1969.

21. To establish branches and agencies of the Company in India and abroad and to negotiate the same and to procure the incorporation and registration of the Company in India and abroad, subject to law in force.
22. To support and subscribe to any charitable or public object, and any institution society, or club which may be for the benefit of the Company or its employees, or may be connected with any town or place where the Company carried on business to give or award pensions, annuities, gratuities, and superannuation or other allowances or benefits or charitable and to any persons who are or have been Directors of, or who are or have been employed by, or who are serving or have served the Company, and to the wives, widows, children, and other relatives, and dependents of such persons to make payment towards insurance; and to set up, establish, support and maintain superannuation and other funds or schemes (whether contributory or non-contributory) for the benefit of any such person and of their wives, widows, children and other relatives and dependents but the company shall not make any political donation.
23. To appoint agents, dealers, distributors, brokers, auctioneers or, to be represented by them any where in India or abroad and to have branches or establishments otherwise any where in India, subject to law in force.
24. To provide and maintain places, facilities and conveniences for the welfare and benefit of the employees of the Company or for the person in the locality of the Company's operations or otherwise for the public benefit, including places of amusement and recreation, places of worship, pleasure grounds, parks, grounds parks, grounds, reading rooms, markets, stores, shops, dairies and other public places of convenience.
25. To spend 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.
26. 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 purpose of the Company.
27. To procure the registration recognition of the company in or under the laws of any places of India.
28. 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 management, or development of the company or any other objects which in the opinion of the company could or might directly or indirectly assist the Company in the management of its business or the development of its properties or otherwise prove advantageous to the Company and to pay all or any of the costs 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 subscription for a placing or assisting to place or to obtain subscription for or for guaranteeing the subscription of or the placing of any shares in the capital of the Company or any bonds, debentures, obligation or securities of any other company held or owned by the Company or in which the Company has any interest or in or about the formation or promotion of the company or the conduct of its business or in about the promotion of any other company in which the Company may have an interest.
29. Subject to the provisions of the Companies Act, 1956 to amalgamate or to enter into a partnership or into any arrangement for sharing profits, union of interests, co-operation, joint venture or reciprocal with any person or company or companies carrying on or engaged in any business which the company is authorized to carry on.
30. To enter into any arrangement and take all necessary or proper steps with governments or with other authorities, supreme, national local municipal or otherwise of any place which the Company may have interest and to oppose any such step taken by any other company, firm or person which may be considered likely, directly or indirectly to prejudice the interest of the company or its members and to assist the promotion whether directly or indirectly of any legislation which may seem advantageous to the Company and to obtain from any such Government authority and company and charters, contracts, decrees, rights, grants, loans, privileges or concessions which the Company may think fit it desirable to obtain and carry out exercise and comply with any such arrangements charters, decrees, rights, privileges or concessions.
31. 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 or work or art or interests, by publication of books and periodicals and by granting prizes rewards and donations.

32. To undertake and execute any trust, undertaking 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 or for the benefit of the company and with or without any declared trust in favour of the Company.
33. To accept gifts and to give gifts and donations to create trusts for the welfare of employees members, directors and/or their dependents, heirs and children and for any deserving object for and other persons and also to act as trustees.
34. To apply the assets of the company in any way in or towards the establishment, maintenance or extension of any association, institution or fund in any way connected with any particular with the trade, including any association, institution or fund for the protection of the interests or masters owners and employers against loss by bad debts, combinations, fire accidents or otherwise or for the benefit of any clerk, workman or others at any time employed by the company or any of its predecessors in business or their families or dependents and whether or not in common with other persons or classes of persons and in particulars of friendly, co-operative and other societies, reading rooms, libraries, educational and charitable institutions, refractories, dining and recreation room, churches, chapels, schools and hospitals and to grant gratuities, pensions and allowances and to contribute to any funds raised by public or local subscription for any purpose whatsoever.
35. To aid pecuniary or otherwise, any association, body or movement having for an object the solution, settlement or surmounting of industrial or labour problems or troubles or the promotion of industry or trade.
36. To subscribe or guarantee money for any national, charitable, benevolent, public, general or useful object or for any exhibition subject of the act.
37. To establish and maintain or procure the establishment and maintenances of any contributory or non contributory pension or superannuation funds for the benefit 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 who are or were at any time Directors or officers of the Company as aforesaid and the wives, widows, families and dependents of any such persons and also establish and subscribe to any institutions, associations, clubs or funds calculated to be for the benefits of or to advance the interest and well being of the Company as aforesaid and make payments to or towards the insurance of any persons as aforesaid and do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.
38. To distribute, among the members in specie or otherwise property of the company or any proceeds of sale or disposal of any property of the Company in the event of its winding up.

(C) OTHER OBJECTS :

39. To carry on, in any mode, the business of storekeepers in all its branches and in particulars to buy, sell and deal in goods stores, consumable articles, chattels and effect of all kinds both wholesale or retail.
40. To carry on business as importers and exporters of goods, or merchandise of any description or to act as shippers, underwriters, commission agents, advertising agents, traveling agents, transport agents, forwarding and clearing agents, brokers, estate agents, and hardware merchants.
41. To carry on the business of manufacturer of and dealers in automobile parts, accessories, ancillaries, store and spare and to engineer develop, design, assemble manufacture, produce, import and export buy, sell and otherwise deal in industrial mining, agricultural and other machines and all types of tools, plants, equipments, instruments, appliances and hardware of all kinds, general fitting accessories and appliances of all description made of metal, alloy, glass, synthetic and other fibres, chemicals and PVC compounds, plastic or any other material.
42. To carry on the business of electrical engineers, electricians, engineers, contractors, manufacturers, Contractors suppliers of and dealers in electrical and other appliances, cables, wire-lines accumulators, dry-cells, lamps and works and to generate, accumulate, distribute and supply electricity for the purpose of light, heat, motive power and for all other purposes for which electrical energy can be employed and deal in all apparatuses and things required for or capable of being in connection with generation, distribution, and employment or 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.

43. To manufacture and/or otherwise engage generally in the manufacture production of or dealing in electrical kilowatt hour meters, magnets, electromagnets, power cables, industrial jewels, ammeters, electromagnets, power cables, industrial jewels, ammeters, voltmeters and other types of measure instruments, electrical or non-electrical, die casting, screws, nuts, and bolts transformers of all types, circuit-breakers, punched card machines, computers and calculators and their accessories, hoists elevators, trolleys and coaches, winches power generator, magnetic separators, winders, air compressors, welders, fans of all types, switches and motors of all types, drills, electric grinders, air-conditioners, refrigerators, washing machines television and wireless apparatus including radio receivers and transmitters, electronic instruments, diodes, transistors and allied items, watches, clocks, cameras and any household appliances and any equipment used in the generator, transmission and receiving of sound, light and electrical impulses and component parts thereof.
44. To carry on the business of mechanical engineers, machinists, fitters, millwrights, founders, wire drawers, tube makers, metallurgists, saddlers, galvanizers, jappanners, annealers, enamellers, electroplaters and painters.
45. To carry on a general business of providing comparative information about the characteristics interests of other attributes of individuals, communities, organisations, countries or other social units and of any articles or commodities or economic trends of persons whatsoever to design invest, prepare, own, make, use or lease, sell or otherwise dispose of and generally to deal in and with computers, data processing machines, types, memory equipment or any other equipment and materials of every kind and description useful in connection with this business, to license or otherwise authorise other to engage in the foregoing, and to engage in general research and development in areas related to or involving the foregoing.
46. To carry on the business as consultants, technicians, advisers, in respect of manufacturing industrial and decorative laminates, plastic films of all kinds from all types of resins and other products and to enter into any collaboration or technical know-how for the aforesaid purposes to attain the objects of the Company.
47. To carry on the business of extracting oil either by crushing or by chemical or any other procedures from any seed or other oil bearing substances and for that purpose set up mills, running plants, oil seed processing units and other oil units and to refine oil, sell, buy and do hydrogenation of oil and any other processing for and to deal in oil, oil cakes and oil seeds including buying, selling, importing distribution and exporting.
48. To carry on business of manufacture, processing, import and Export of and dealers in all ferrous and nonferrous materials including steel, steel alloys, gunmetal, copper, brass, and aluminum and their products of any description and foundry work of all kinds.
49. To manufacture, produce, buy and sell detergents, starch soap, washing materials and all other allied products.
50. To carry on any business relating to the mining and working of minerals or the production processing or working of metals or any other materials whatsoever.
51. To construct cold storages, warehouses, shopping centers, flats and to run them, give on rent, lease, hire or sell.
52. To grow, take on lease, acquire, develop deal in plantations and forests and to process in all aspect timber, wood, and all kinds of wood and to make products wherein wood is a constituent part and to design, develop, fabricate products involving the use of wood.
53. To produce, manufacture, use or otherwise, acquire, sell, distribute, deal in and dispose of alkalies and acids, gases, compounds, fertilizers, chemicals and chemical products of every nature and description and compound, intermediates derivatives and bye-products thereof and products to be made therefrom (hereinafter for convenience referred to generally) as chemicals and products including specially, out without intirution the generality of the foregoing, calcium carbide, calcium cyanarinde, var soluble vat, azoic salts naphthols, all types of flotation reagents, weting agents, insecticides and fumigants, plastics and resms, dyestuff, explosives, catalytic agents foods direct colurs, basic and fast colours pigment, drugs, biologicals, pharmaceuticals, serums, vitamin products, hormones sutures, ligature, drugs for disease or disabilities in man or animal and products derived from phosphate mines, limestone quarries, bauxite mines, petroleum, natural gas and other natural deposits useful or suitable in the manufacture of chemicals and chemical products hereabove defined.
54. To manufacture, produce, refine, prepare, purchase, store, sell, and generally to trade and deal in petroleum and all kinds of mineral oils and all products and bye-products therefore including wax, paraffin, soap, paint, varnish, lubricants, illuminant and butter substitutes, oil, cloth candies, glycerine, steering and in connection

therewith to acquire, construct, repair, operate and use oil and other refineries, buildings, mills, factories oil wells derricks, distilleries, ghanies, rotaries, expeller, mechanical or hydraulic press.

55. To carry on business of manufacturers and dealers, importers and exporters of natural and synthetic resins, moulding powers, adhesives and cement, oil paints distemper, cellular paints, colours, varnishes, enamels, gold and silver leaf enamels, spirits and other allied articles.
56. To carry on development and research work and to manufacture, calcine, refine, process, import, export, buy sell and deal in petroleum coke, calcined coke and coal tar, anthracite coal to draw out, manufacture and deal in coal tar, canlion products and other bye-products as may be possible and to utilize wastes gases for industrial uses and purposes.
57. To manufacture, prepare, import, export, buy, sell and otherwise deal in all kinds of glass, glassware, glass goods, mirrors, looking glass, scientific glass wares, sheets and plate glass, bangles, false pearls, bottles, phials and all kinds of articles prepared of glass and to carry on the business of glass embossers ecclesiastical lend workers tablet, show card, show case manufactures.
58. To manufacture, produce, assemble, distribute, stock, barter, exchange, pledge, repair, use, buy, sell, import and export and otherwise deal in all types of scientific instruments and their accessories, testing instruments, process control instruments, electrical and electric instruments, nautical, aeronautical and survey, survey instruments optical and ophthalmic instruments, general laboratory, medical and surgical instruments apparatuses, scientific laboratory glassware, photographical chemical and other instruments, apparatuses, appliances, equipments, devices, contrivances, their accessories and components.
59. To engineer, develop, design, assemble, manufacture, produce import, export, buy sell, operate, run, let on hire and otherwise in
all kinds of earthmoving and agricultural machines, petrol and diesel engines, tools, plants, tractors, equipments, spares, appliances, implements, accessories, mobile or otherwise.
heavy vehicles, and machines, for agricultural and land reclamation, drainage, irrigation, water works, engineering, forest clearing, pumping and other purposes.
spraying machines, vehicles and equipments, whether mobile or otherwise :
mobile workshops and garage equipment for repair and service stations :
tube well pumps, floating or otherwise motors and irrigation machinery :
transportation equipments for movements of its products or storres, machines or personal and as general purpose freight carriers.
60. To undertake the business of distribution and application of chemicals, fertilizer and pesticide, aerial or otherwise and to maintain and run vehicles, aeroplanes and equipments for spraying and to run the said vehicles and aeroplanes for hire and as passengers carrying crafts also.
61. To construct a cinematograph theatre and other building and works and conveniences, for the purposes thereof and to manage, maintain and carry on the said theater and to let out other buildings when so erected or constructed.
To carry on the business of proprietors and managers of theaters (cinemas, picture places and concert and concert halls to provide for the production, representation and performance (whether by mechanical means or otherwise) of operas, stage plays, operetta, buriesques, vaudeville, revues, ballets, pantomimes, spectacular places, promenade, and other concerns and other musical and dramatic performance and entertainment.
To manufacture films and other appliances and machines in connection with mechanical reproduction or transmission of pictures, movement, music and sounds and to organize and conduct theatrical production and entertainment of all kinds.
To enter into agreements with author or other persons for the dramatic or other rights of operas, plays, films, operetta, buriesque, vaudevilles, revues, ballets, pantomimes, spectacular places, musical compositions and other dramatic and musical performances and entertainments or for the representation thereof in India and elsewhere, as well as of foreign rights and to enter into agreement of all kinds with artists and other persons.
62. To carry on business as tourists agents and contractors and to facilitate traveling and to provide for tourists and promote the provision of conveniences all kinds in the way of through tickets, circular tickets, sleeping cars or berths, reserved places, hotel and lodging accommodation, augdes, safe deposits, inquiry bureaus, libraries, lavatories, reading room, baggage transport and otherwise.

63. To carry on the business of hotel, restaurant, cafe, tavern, beer house, restaurant room, boarding and lodging, housekeepers, licensed victuallers wine, beer and spirit merchants, maltsters, manufacture of aerated mineral and artificial waters and other drinks, purveyors, caterers for public amusements, generally coach, cab carriage and motor car proprietors, livery stable and garage keepers, importers and brokers of food dead stock, hairdressers, perfumers, chemists, proprietors of clubs, baths, dressing rooms, laundries, reading, writing and newspaper room, libraries grounds and places of amusements and recreation sport entertainment and instruction of all kinds, tobacco and cigar merchants, agents for railway, road, air and shipping companies and carries, theatrical and opera box office proprietors and general agents to provide services and facilities of all kinds on a commercial basis that may be required for the tourist and entertainment
64. To carry on all or any of the business of constructional engineer architects, builders, contractors, decorators, electricians, woodworkers and paviour and to acquire, develop, buy, sell, real estate, multistoried or other buildings and group housing schemes.
65. To carry on the business of financing industrial enterprises within the meaning of Sec. 370 of the Companies Act, 1956 and to make loans, give guarantees and provide securities. To acquire or take over with or without consideration any or to carry on the business of financier, financial advisers, and management consultant by themselves or in partnership with other companies partnership or other persons, generally, to carry on business of financiers but not carry on banking business under the Banking Regulation Act, 1949.
66. To purchase, sell, develop, take in exchange, or on lease, hire or otherwise acquire, whether for investment or sale or working the same and real or personal estate, including lands, mines, business, building, factories, mill house, cottages, shops, depots, warehouses, machinery plant, stock in trade, mineral rights, concessions, privileges, licenses, easement in or with respect to any property whatsoever for the purpose of the Company in consideration for a gross sum on rent or partly in one way and partly in in other or for any other consideration.
67. To carry on business as proprietors of flats and buildings and to let on lease or otherwise apartments therein and to provide for the conveniences commonly provided in flats, suites and residential and business quarters.
68. To carry on all or any of the business of transport, cartage and haulage contractors, garage proprietors, owners and charters of road vehicles, aircrafts, ships tugs, barge and boats of every description, light men, carriers of goods and passengers by road, rail, water or air, carmen, cartage, contractors, stevedores, wharfingers, cargo superintendents, packers, haulers, warehousemen, storekeepers and job-makers.
69. To carry on the business of farming, horticulture, floriculture sericulture, dairies, cultivators of all kinds of food grains, seeds, fruits, proprietors of orchards and traders, exporters dealers and sellers of the products of farming, dairy, horticulture, floriculture, sericulture and pisciculture and fishing and manufacturers of drinks, alcoholic or otherwise including beverages produced from such products or otherwise to carry on the business of cultivators, growers, manufactures, millers, grinders, rollers, processors, cold stores, canners and preservers and dealers of food grains and other agricultural, dairy, horticultural and poultry products, fruits, vegetables, herbs, medicines flowers, drink, fluids, gas any other fresh and preserveable products and to extract bye-products and derivatives, whether edibles pharmaceutical medicines or any other kind or nature whatsoever and food preparations of every kind and description and generally to carry on the business of manufacturer of and trading in preserved, dehydrated, canned or converted agricultural products, fruits and vegetables, provisions, foods, dairy and poultry products and articles and other derivatives of all kinds and descriptions and to set up and run machinery for processing and preserving the same.
70. To establish experimental farms and research stations anywhere in India for conduction experiments, tests and research for developing better qualities to food grains and agricultural products for developing milk laying capacity in poultry and also for finding other ways and means or improving other agricultural crops, produce, seeds, fodder crops and cattle feed of all kinds.
71. To manufacture, process, chemically electrically or by any other means refine, extract, hydrolize, manipulate, mix, deodorize, grind bleach, hydrogenate, buy, sell, import, export, produce, or other wise deal in seeds and agricultural products, food products, dairy products and preparations, patent drugs and proprietary articles of all kinds whether basic or derived and in all forms and in particular protein foods of all kinds and all other ingredients.
72. To buy, sell, deal in and speculate in shares and securities, foreign exchange, gold, silver, cotton, jute, hessian, oil, oil seeds and commodities of all kinds agricultural or otherwise finished or unfinished and to take delivery and hold them as permitted under the law from time to time in force.

73. To organise, run, maintain, operate, promote the business of interior decorators, furniture and carpet designers and manufacture, boutiques, operators of fashion centers, fashion shows and to make, acquire, deal in any way in handicrafts, objects of art, precious stones, jewellery, whether artificial or otherwise and articles where-in precious metals or precious stones may be used, in textile fabrics and to manufacture and deal in any products as are dealt in by boutiques, fashion shows, and interior decorators.
74. To establish, provide, maintain and conduct research and other laboratories, training colleges, schools and other institutions for the training education and instruction of students and others who may desire to avail themselves of the same and to provide for the delivery and holding of lectures, demonstrations, exhibition, class, meeting and conferences in connection wherewith.
75. To acquire from or sell to any person, firm or body corporate or unincorporated, whether in India or elsewhere technical and managerial information, know-how, processes, engineering, manufacturing, operating and commercial data plants, layouts and blue prints useful for the design, erection and operation of any plant or process of manufacture and to acquire and grant or licence other rights and benefits in the forgoing matters and things and to render any kind of management and consultancy services.
76. To carry on and undertake the business of leasing, finance, investment, hire, purchase, trading and finance, leasing & finance operation and to carry on leasing and hire purchase operations and finance the same.
77. To carry on the business of investment and for the purpose purchase, acquire hold, sell, underwrite, deal in shares, stocks, bonds securities, obligations, debenture, debenture stocks, issued or guaranteed by any company, Govt. state institutions, local bodies and also act as agent and/or broker.
78. To carry on the business and general commercial colour craft and process, printers, lithographers, photographers, engravers, die makers, publishers of newspapers, books, magazines, art and musical Production, plan and chart printers, press and advertising agents, contractors, ink, die, colour and Manufacturers of chemical & metal and other signs, manufactures and dealers of containers and components and machinery manufacturers and dealers in printing machinery, type and all printers, suppliers, book binders and stationers and dealers in all kinds of suppliers and equipment for mercantile and other uses.
79. To carry on the business of manufacture of and dealers in all kinds of classes of paper and pulp including sulphite and sulphate wood pulp, mechanical pulp and so pulp and papers including transparent, vellined, blotting, filter, bank or bond, badami brown buff or coloured, drawing craft, carbon, envelope, and box and straw duplex and triplex boards and all kinds is used and also to deal in or manufacture artificial leather of all varieties grades and colours.
80. To promote, establish acquire and run or otherwise carry on the business of plastic or rubber industry or business as manufacturer of materials, for use in such industrial or business such as wax, paper, bakelite plywood, celluloid, products, chemicals of all sorts and other articles or things and similar or allied products or process and to sell, purchase or otherwise require or deal in materials or things in connection with such trade, industry or manufacture and to do all things as are in usual or necessary in relation to or in connection with such business or industry or manufacture.
81. To carry on the business of processors, combers, spinners, weavers knitters, manufacturers, dyers, bleachers, finishers, laminators, balers and pressers of any fibrous or textiles material whether an agricultural or animal or natural product or its bye-products or chemical or synthetic fibre and more specially jute hemp, silk, cotton, wool mesta nylon, terene, terylene, staple fibre or other synthetic fibre and to manufacture and product from such raw material or textile materials and to carry on the business of buyers, sellers and dealers of all such raw or processed or semi-processed materials and to transact all manufacturing, cutting and preparing process and mercantile business that may be beneficial to the said business.
82. To carry on the business as buyers, sellers, importers, exporters, stockiest, agents, commission agents, forwarding and clearing agents, distributors, warehousemen, merchants, traders, sales organizers, representatives of manufactures of all kinds of commodities, goods, articles, materials and for the purpose to buy, to sell, exchange, market, pledge distribute service, maintain or otherwise deal in all kinds of commodities, goods, articles, materials and things.
83. To engineer, develop, design, assemble, manufacture, produce, import, export, buy, sell, operate, run, let on hire or service, otherwise deal in drilling or tube wells, wells, pumps, floating sprinklers or otherwise and motors and irrigation or water supply or water extraction systems or machinery or equipments.

84. To carry on the business of producers, manufacturers, processors, makers, stockists, dealers, importers, exporters, traders, re-traders, agents, buyers, or sellers of all kinds of tyres, tubes in respect of any patent descriptions of automobiles motor cars, motor cycles, scooters, mopeds, cycles, aeroplanes, bullock carts, lorries, tractors, motor boats or other modes of transportation vehicles and aviations.
85. To buy, sell, deal in manufacture, export, import, in all kind of photographic materials, appliances, machinery, lenses, paper, woodwork or other articles or preparations of whatsoever kind necessary or convenient for use in connection with this business.
86. To carry on all or any of the business of spinners, weavers, cloth manufacturers, furrier, hosiers, dress makers, tailors, hatters, outfitter, glovers, shoe makers, carpet makers and makers of jute goods, umbrellas, brushes, combs, razors, blades, and scissors.
87. To carry on all or any of the business of manufacturers, of exporters, importers and dealers and workers, in cement, lime, plasters, ceramic, sanitary fittings, asbestos sheets, chinaware, whiting clay, gravel, sand, minerals, coke, fuel and stone and builders requisites and conveniences of all kinds.
88. To carry on all or any of the business of makers of and dealers, exporters, importers in scientific and industrial instruments of all kinds for indicating, recording, controlling, measuring and machine tools, precision tools, surgical instruments and appliances and artificial limbs, dental and optical equipment and goods, orthopedic and surgical appliances of all kinds and providers of all requisites for hospitals, patients and invalids.
89. To carry on all or any of the business of consultants, assessors, valuers, surveyors, mortgage brokers and undertakings, the provision of hire purchase and credit sale finance and of acting as factors and brokers in any line or activity (provided that nothing contained here).
90. If any certificate be old, decrepit, worn, torn or defaced or where space on its reverse side for recording transfer have been duly utilized, upon the surrender thereof to the Company, the Board shall order the same to be cancelled and issue a new certificate in lieu thereof without any shall enable the Company in carrying on the business of banking as defined in the Banking Regulation Act, 1949.)
91. To promote, organise, manage or deal with unit trusts and to hold, dispose of or deal with their shares and securities of fixed or variable return.
92. To carry on all or any of the business undertaking or arranging for the writing and publication of books, magazines, journals or pamphlets on subjects relating to trade, commerce, industry, agriculture, medicine, banking, insurance, investment, taxation, finance, economic law and other subjects.
93. To carry on all or any of the traders or business of preparing, spinning, doubling weaving, combing, scouring, sizing, bleaching, colouring, dyeing, printing and finishing, working or manufacturing and/or dealing in any way whatever, cotton, woolen silk, flex, hemp jute, artificial silk, nylon and other fibrous or textile substances, including synthetic yarns, polyester yarn, man made fibres and cotton yarn.
94. To buy, sell, manufacture, prepare, exchange, export, import of industrial fabrics, all kinds of fabrics, all kinds of yarn, all kinds of fibrous materials and other allied products whether natural or man-made.
95. To enter into the business of purchasing, acquiring, getting transferred or leasing any spinning or weaving mill or any other factory in India to manufacture, process synthetic blended yarn, twins, and other fibrous materials and substances whether natural or man-made.
- IV. The liabilities of the members is limited.
- V. The Authorised Share Capital of the Company is Rs. 40,00,00,000 (Rupees Forty Crore only) divided into 4,00,00,000 (Four Crore) equity shares of Rs. 10/- (Rupee Ten Only) each.

We, the partners of the partnership firm, Mis Naviska Packaging, joint stock company within the meaning of Part IX of the Companies Act, 1956, whose names and addresses are given below, being desirous to get our said joint stock company register under the Companies Act, 1956 for the purpose of continuing to carrying on our activities but in pursuance of these **Memorandum of Association**, we respectively agree to have shares in the Share Capital of the company set opposite our respective names.

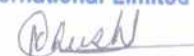
S. No.	Name (In full) Addresses Description and Occupation of the Subscribers	No. of Equity Shares taken (in words and figures)	Signature of Subscribers	Signature, name addresses, description and occupation of witness.
1.	Smt. Radhadevi Kalani, W/o Late shri Badrinarayan Kalani 11, Tukoganj, Main Road, INDORE (Business)	5,800 Shares	Sd/-	
2.	Smt. Padma Kalani W/o Shri P.S.Kalani 11, Tukoganj, Main Road, INDORE (Business)	5,800 Shares	Sd/-	
3.	M/s. Indore Land & Finance Ltd. 11, Tukoganj, Main Road, INDORE (Company)	2,300 Shares	Sd/-	
4.	M/s. Gagan Commercial Agencies Ltd. 3A, Garstin Place, 5 th Floor CALCUTTA (Company)	2,400 Shares	Sd/-	
5.	M/s. Olive Commercial Co.Ltd. 312, Todl Chambers, 3 rd Floor, 2, Lal Bazar Street, CALCUTTA	2,400 Shares	Sd/-	
6.	M/s. Saka Trading Pvt. Ltd. 412, Raheja Centre (4 th Floor) Nariman Point, BOMBAY	2,800 Shares	Sd/-	
7.	M/s. Manka Commercials Pvt. Ltd. 412, Raheja Centre (4 th Floor) Nariman Point, BOMBAY	2,800 Shares	Sd/-	
8.	M/s. Million Properties Pvt. Ltd. 42, Fourth Floor, Borivali Ratnanganga Co- op. Housing Society Ltd. Borivali (West), Bombay (Company)	2,800 Shares	Sd/-	
9.	M/s. Alpine Properties Pvt.Ltd. 412, Backbay Reclamation Nariman Point, BOMBAY	2,900 Shares	Sd/-	
	Total No. of Equity Shares taken	30,000 Shares		

INDORE Dated 8th April, 1993

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CERTIFIED TRUE-COPY

For Flexituff Ventures International Limited



Authorised Signatory