

THE COMPANIES ACT, 2013

COMPANY LIMITED BY SHARES
(Incorporated under the Companies Act, 1956)

MEMORANDUM OF ASSOCIATION
OF
GRAVITA INDIA LIMITED

- I. **The name of the Company is GRAVITA INDIA LIMITED,**
- II. The Registered office of the Company will be situated in the STATE OF RAJASTHAN.
- III. The objects for which the Company is established are:
 - A. THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:
 1. To carry on the business of manufacturers, traders, dealers, importers, exporters, buyers, sellers jobbers, welders, fabricators, moulders, recyclers, melters, smelters, machinist's smiths, japanners, refiners, galvanizers, servicing, repairing and engineering job of all type of industrial and domestic electronic, electrical, metallurgical, chemical and bonding items.
 2. To carry on the business of manufacturers and suppliers of various type of industrial welding powder, gum, adhesives and chemicals.
 3. To acquire in India or elsewhere by purchase, lease, assignment, transfer or otherwise mines, mining rights, or any other earthen surface containing all kinds of lead, copper,

minerals, marble, granites, stones, chemicals and other related material and to manufacture, treat, survey, improve, remove and extract from mines, refine, import, export, purchase, sell and deal and to act as brokers, agents, stockiest, distributors and suppliers of all kinds of lead, copper, minerals, marble, granites, stones, chemicals and other related material.

4. To design, develop, host, promote, provide consultancy, purchase and sale, manufacture, trade within & outside India all the services and material relating to all kind of Software, Web & Mobile Applications, IT Hardware and peripheral devices & related accessories; Domain Names, Hosting; Websites, E-commerce Applications; Electrical, Electronics, Solar, Bio-metrics and GPS Devices, Cables and fittings; Data Processing, Data Entry, Accounting Solutions, EDP solutions, Data Analysis, IT Audit; Design, Print and Publication Services; Branding & Marketing; Online Marketing & Promotion Activities (SEO, SMO, PPC etc.); Cloud Services, IT Project Implementation, Software & Hardware Virtualization; Web, Data and Other Security products and services, Network & Networking Projects; Backup and Disaster recovery solutions; Email, Messaging, Communication, VOIP and SMS solutions; B2B and B2C Portals; CCTV, DVR, Bio metric, physical security devices, Attendance Machines, Payroll Applications and other related hardware, software and services and all Internet related services.*

*Altered vide special resolution passed by members through postal ballot on 11th July, 2014

5. To carry on in India or elsewhere the business as manufacturers, importers, exporters, buyers, sellers, traders, carrying and forwarding agents, brokers, stockist, packers, repackers, consultants, valuers, commission agents and all kinds of otherwise deal in Lube oil, waste oil, tyre and tyre waste, rubber, Batteries, Inverters, UPS, Electronic Items, Machinery and Equipment's, all kinds of electrical and electronic products, wires and cables, goods and appliances, engineering goods, auto parts and machinery parts, software, hardware, toys, furniture both assembled and unassembled, Mica, wood boards, ply, veneer, flush doors and all kind of wood products, Stationery items, books and gift items, Metals and Metal Scrap, Minerals, Chemicals, Agro Commodities and agro products like wheat grass powder etc., ayurvedic products, medicinal herbal products, milk products, grocery like ready mix masala, and other ready mix food products, FMCG, rice and other food grains and processed and preserved food, fresh food, plant seed dry fruits, eatable, all kinds of edible and non-edible oils, oil seeds, pulses, spices and their products, vegetables, vegetables products, plantation, animal feeds, dairy products, brewer, horticultural products, flowers, marine products and sea foods, tea, tobacco and tobacco products, plastic scrap of all kind, ceramic tiles, ceramic glaze tiles, sanitary items, Hardware items, industrial and consumer goods, glass, crockery wares, pottery, tableware, hotel wares, decorative wares, garden ware, earth ware, Pharmaceutical and medicines, handicraft, handmade paper and paper products, paintings, all kind of handicrafts and readymade garments whether agriculture or animal or natural products of man-made and other synthetic fibers and filaments and all kinds of textile machines, textile substances, handloom and power loom products, all kinds of precious and semi-precious stones, gem and jewellery items, marbles, granites, glass, cement, steel, pipes, leather and leather goods, all kinds of cosmetic items, all kinds of shoes, chhapal, ladies sandal, foot wears, all kinds of iron, scrap salt.#

#Altered vide special resolution passed by members through postal ballot on 07th July, 2015

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

1. To purchase, sell, acquire, erect manufacture, construct, maintain, work, install, import, export and to deal in Buildings, Plant & Machinery, all materials, substance and Ancillaries used in process of preparing and manufacturing of various items and to deal in any of the by-products of the manufacturing processes which the Company may undertake.

2. To manufacture, purchase or sell, import, export or otherwise handle or deal in Land products required to run the plants of the company.
3. To obtain technical services and provide all assistance in planning, construction, erection and installation of appliances, apparatuses, equipments, plant and machinery related to the business of the company and to obtain technical services in repairs, maintenance and replacement thereof and to employ, remunerate and collaborate with experts for the purpose.
4. To design, construct fabricate and manufacture buildings, mills, factories, plant, equipments, accessories, apparatus, parts and machinery required for the business of the company.
5. To establish, equip, maintain, subscribe to or become member of training institution, research laboratories, research institution and experimental workshop for scientific and technical research and experiments and to carry on analytical experimental and other work and research for implementing the objects.
6. To apply for and procure licenses under the Industries (Development and Regulation) Act for establishment of new industries for attainment of the main objects.
7. To use trade-marks or trade-names or brands for the products and goods of the Company and adopt such means of making known the business and products of the Company or any other Company in which this Company is interested as may seem expedient and in particular by advertising in newspapers, magazines, periodicals, radio, television and cinema by circulars, by purchase and exhibition of works of art or interest, by opening stores and exhibition, by publication of periodicals, calendars, diaries or any other material of publicity, by distributing samples and granting prizes, reward and donation subject to the provisions of Section 293 A of the Companies Act, 1956.
8. To acquire and undertake the whole or any part of the business, property, asset, undertaking, belongings, funds, obligation, contracts and agencies, rights or liabilities of any person, Government, firm, or body corporate, carrying on or proposing to carry on any business which the Company is authorised to carry on or having property suitable for the purpose of the Company or which can be carried on in conjunction therewith others or which is capable of being conducted so as directly to benefit the company either in full or in part or enter into partnership, joint venture or any other arrangement which the Company may deem fit, with such persons, government, firm, company or body corporate on such terms, conditions and considerations as the Company may thinkfit.
9. To pay any premium, commission or salaries and to pay for any property rights or privileges acquired by the Company or for services rendered or to be rendered in connection with the promotion and formation of the business of the company or in case of conversion into public company for services rendered or to be rendered by person, firm or body corporate in placing or assisting to place or guaranteeing the placing of any of the shares of the Company or any other debentures, debenture-stock or other securities of the Company as may be permissible by law on conversion into a public Company or otherwise either wholly or partly in cash or in, shares, bonds, debentures or other securities of the Company and to issue any such shares either as fully paid up or with such amount credited thereon as may be agreed upon and to charge any bonds, debentures and other securities of all or any part of the property of the Company.

10. Subject to the provisions of section 58A of the Companies Act, 1956 and the Rules framed there under and directions issued by Reserve Bank of India from time to time as may be applicable to borrow or raise money or receive money on deposit, on interest or otherwise in such manner as the Company may think fit and in particular by the issue of debenture or debenture-stock, perpetual or otherwise and in security of such money so borrowed, raised or received to mortgage, pledge or charge the whole or any part of the property, assets and revenues of the company present or future, including its uncalled capital by special arrangement or otherwise or to transfer or convey the same absolutely in trust and to give the lenders, power of sale or other powers as may seem expedient and to purchase, redeem or to pay off any such securities. However, the Company shall not carry on banking business as defined in the Banking Regulations Act, 1949 for the time being in force.
11. To pay out of the funds of the Company all costs, charges and expenses preliminary and incidental to the promotion, formation, establishment and registration of the Company.
12. To take into consideration and approve and confirm all acts, deeds or things that may be done or entered into with any person, firm or body corporate by the promoters of the Company and further to enter into any arrangements, agreements or contracts with the promoters and to reimburse them for all costs and expenses that may be incurred by then in connection with the formation or promotion of the company.
13. To purchase, take on lease or in exchange, hire or otherwise acquire real, and personal 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, stock-in-trade and to construct, maintain and alter any buildings or works necessary or convenient for the purpose of the Company.
14. To draw, make, accept, endorse, discount, execute and issue promissory notes, hundies, bills of exchange, bills of lading, warrants and other negotiable or transferable instruments and to open an account or accounts with any scheduled bank or banks and to pay into and to withdraw money from such account or accounts.
15. Subject to the provisions of law to invest and deal with the money of the Company not immediately required in such manner as the Company may deem fit. But the Company shall not carry on any banking business as defined under Banking Regulations Act, 1949.
16. Subject to the provisions of Section 58A of the Companies Act, 1956 and the Rules framed there-under and the directions issued by the Reserve Bank of India to receive, grants, loans, advances or other moneys or deposits or otherwise from the State or Central Government, banks, companies, trusts or individuals with or without allowing interest thereon.
17. To subscribe, to become a member of and cooperate with any other association whether incorporated or not whose objects are altogether or in part similar to those of the Company and procure from and communicate to any such association such information as may be likely to further the objects of the Company.
18. To communicate with Chamber of Commerce and other mercantile and public bodies through out the world and concern and promote measures for the protection of the trade, industries and persons engaged therein.
19. To lease, let out on hire, sub-let, mortgage, pledge, hypothecate, sell or otherwise dispose off the whole or any part of the undertaking, any land, business, property, rights or assets of the company including all and every description apparatus or appliances or any

shares of interest therein respectively in such manner and for such consideration as the Company may think fit and according to procedure of Company Law and in particular for shares, debentures or securities of any other body corporate having objects altogether or in part similar to those of the Company.

20. To improve, manage, develop, grant rights or privileges in respect of or otherwise deal with all or any part of the property and rights of the Company.
21. To vest any real or personal property, rights or interest acquired by or belonging to the Company in any person or Company on behalf of or for the benefit of the Company and with or without any declared trust in favor of the Company.
22. To merge, reconstruct, amalgamate, enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint venture or reciprocal concession with any person, firm or body corporate whether in India or outside carrying on or engaged in or about to carry on or engage in any business or transaction which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company.
23. To establish, promote or concern in establishing or promoting any Company or companies for the purpose of acquiring all or any of the rights, liabilities and properties 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 acquire all or any part of the shares, debentures or other securities of such other Company or Companies.
24. To create any depreciation fund, reserve fund, sinking fund, insurance fund or any special or other funds, whether for depreciation or for repairing, replacing, improving, extending or maintaining any of the property of the Company or for any other purpose whatsoever and to transfer any such fund or part thereof to any of the other funds herein mentioned.
25. To apply the assets and income of the Company in any way in or towards the establishment, maintenance or extension of any association's institutions or funds in any way connected with any particular trade or business of scientific research, industry or commerce which is directly or indirectly deemed conducive for the attainment of main objects.
26. To establish the agencies in India and elsewhere and to regulate and to discontinue the same.
27. To establish the branches of the Company and to get them recognized in any part of the world outside the Union of India.
28. To establish and maintain or procure the establishment and maintenance of any provident fund or any contributory or non-contributory pension or superannuation fund, gratuities, pensions, allowances, employments, bonus, profit sharing bonus, benefits or any other payment to any person who are or were at any time in the employment or service of the Company or its predecessors in business or of any Company which is a subsidiary of the Company or is an allied to or associated with the Company or with any such subsidiary or who are or were any time Directors or Officers of the Company or any of such dependent or connection of any such persons and to provide for the welfare of all or any of the aforesaid persons from time to time by subscribing, subsidizing or contributing to any Institution, Association, funds, clubs, trusts, profit sharing or other schemes and by providing, subscribing or contributing towards places of instructions and recreation, hospitals and dispensaries, medical and other attendances and to make payments to or towards the insurances of such person as aforesaid and to do any of the matter aforesaid either alone or in conjunction with any other Company as aforesaid.

29. To issue as fully or partly paid up any shares, securities, bonds, debentures or other obligations of the Company in consideration of any privileges, concessions or rights or any property transferred, services rendered to the Company and accept any consideration for any property sold or otherwise disposed of by the Company, fully or partly paid up shares or securities or bonds, debentures or other obligations of any other Company.
30. To enter into any collaboration or arrangements with the Government of India or Foreign Government or Companies, with any State or with any authorities, municipal, local or otherwise or with any person, that may seem conducive to the Company's objects or any of them and to apply for and obtain and to purchase or otherwise acquire from any such Government, State Authorities or persons any rights, powers, privileges, licenses, decrees, sanctions, grants and concessions whatsoever (whether statutory or otherwise) which the Company may think fit/ desirable to obtain and acquire and to carry out, exercise and to comply with any such arrangements, rights, powers, privileges, licenses, decree, sanctions, grants and concessions.
31. To subscribe in or donate to or guarantee money for any National, philanthropic, charitable, benevolent, public, general or useful fund or organization, association, institution or for any exhibition or for any purpose which may be likely, directly or indirectly to further the objects of the Company or interest of its members, subject to the provisions of the Companies Act, 1956.
32. To make arrangements with persons engaged in any trade, business or profession for the concession to the Company's members, ticket holders and their friends of any special rights, privileges and advantages and in particular in regard to the supply of the goods.
33. To aid, assist and finance any industrial undertakings, projects enterprises whether owned or run by Government of India, Government of Rajasthan, firm or individual for extension of its work and business.
34. To undertake and execute any trust either gratuitously or otherwise.
35. On winding up of the Company to distribute all or any part of the property of the Company or any proceeds of sale or disposal of any of the properties of the Company amongst the members in specie or kind subject to the provisions contained in the Companies Act, 1956.
36. To do all or any of the above things in any part of the world as principals, agents or otherwise and either alone or in conjunction with others and to establish offices, agencies or branches for carrying on any of the aforesaid objects in India or elsewhere in the world.
37. To carry on the business as brokers, sub-brokers, market makers, arbitrageurs, investors and/or hedgers in lead including precious metals, precious stones, diamonds, petroleum and all other commodities and securities, in spot markets and in futures and all kind of derivatives of all the above commodities and securities permitted under the laws and to become member and participate in trading, settlement and other activities of commodity exchange/s (including national multi-commodity exchange/s) facilitating, for itself or for clients, traders and clearing/settlement of traders in spots, in future and in derivatives of all the above commodities permitted under the laws and to establish and run exchange of commodity of all types and for that to provide all types of services or facilities to our esteem members/customers such as making members, taking subscription, providing services to them and to buy, sell make a network of members or other necessary legal action for running a exchange of commodities.

(C) OTHER OBJECTS:-

1. To manage and deal in land, building and other properties; to collect rents and income and to supply tenants and occupiers and others refreshments, attendance, messages, light, waiting-rooms, reading rooms, meeting rooms, lavatories or laundry, conveniences, electric conveniences, stables and other advantages.
2. To carry on the business as farmers, house keepers, millers, gardeners, agriculturists and horticulturists.
3. To carry on the business of manufacturers and suppliers, erectors or fabricators or otherwise dealers in all kinds of plant, machinery and equipments, stores, tools, gadgets, wire drawers, tubes, boilers and other mechanical and electrical and electronic products, devices, contraptions, instruments, spares and components and to procure agencies for the same and to develop, acquire, supply plans, drawings, estimates project-reports and know-how for industries, business Companies, services and public bodies and Governments.
4. To process and manufacture, buy, sell or otherwise deal in jewellery and semiprecious stones of all varieties, articles of handicrafts and architects and curios, garments and readymade clothes, wool and other fabrics, durries and pile carpets.
5. To process, machine, grind, extract, grow, buy, sell, manufacture, refine, prepare, crush or otherwise deal in all kinds of oil, seeds, wheat, rice and rice brans and other agricultural products and oleaginous and saponaceous substances and all kinds of by products or ingredients thereof, ghee from whatever source and method including oil seeds, oil cakes, rice bran and other oil containing medias, de-oiled cakes, de-oiled meals for consumption, balanced food and baby food.
6. To carry on the business of manufacturing and processing animal foods for cattle, fowl, chicken and for all kinds of birds and animals and to import, export, buy, sell or otherwise deal in such products and by-products.
7. To carry on the business of manufacturers and printers of tin containers, drums and other packing articles made of metals or card-board or hard-board or of any other material or substance and to buy, sell, import, export, convert, reconvert, recondition or otherwise deal in such products.
8. To carry on the business of canning and dehydration of fruits, vegetables, pickles and to prepare, manufacture, process such other items of fruits, vegetables and roots and to carry on the business of cold storage or deep freezers.
9. To carry on the business of manufacturers, processors, importers, buyers, sellers, stockiest, agents and distributors of and dealers in all kinds of P.V.C. and plastic products and goods, including P.V.C. pipes, sheets, linings, conduit pipe and ancillary products, resins and high density polythene products.
10. To carry on the business of manufacturers, processors, importers, buyers, sellers, stockiest, agents and distributors of and dealers in metal drawing equipments, metal press working, utensils, of brass, steel, aluminum and their accessories, components and spares of any kind and all types of conductors.
11. To carry on the business of manufacturers, processors, importers, buyers, sellers, stockiest, agents and distributors of and dealers in pulp, paper and boards products of all type, transparent paper, craft paper, carbons, inks, parchments and corks.

12. To carry on the business of manufacturers, processors, importers, exporters, buyers, sellers, stockiest or otherwise dealers in precision, instruments, tools and accessories nut bolts, required in factories, mines, works and projects.
13. To carry on the business of and to render services in the field of electroplating, galvanizing and anodizing.
14. To carry on the business of manufacturers, processors, importers, exporters, buyers, sellers, stockiest, agents and distributors of and dealers in automobile and automobile parts, accessories, tyres and tubes.
15. To carry on the business of manufacturers, processors, importers, exporters, buyers, sellers, stockiest, agents and distributors of and dealers in surgical items and medical equipments, accessories required in hospitals and dispensaries.
16. To carry on the business of manufacturing, processing, manipulating, crushing, importing, exporting, buying, selling or otherwise dealing in fertilizers, pesticides, insecticides and other allied products.
17. To carry on the business of manufacturers, processors, importers, exporters, buyers, sellers, stockiest, agents and distributors of and dealers in ceramic, glass and insulators.
18. To carry on the business of manufacturers, processors, importers, exporters, buyers, sellers, stockiest, agents and distributors of and dealers in cement and cement products and deal in other building materials.
19. To carry on the business as promoters, underwriters, hire-purchase dealers, contractors, concessionaires, merchants and other agents and to undertake, carry on and execute all kinds of commercial, trading and other operations, excluding the business of banking within the meaning of the Banking Regulations Act, 1949.
20. To purchase, take on lease, license or concession or otherwise acquire, mines mineral oils, beneficiation, dressing, concentration and refining plants and rights and privileges therein and to explore, prospect, work, develop, administer and manage the same.
21. To carry on the business or businesses of spinning, weaving, combing, manufacturing, darning, preparing, packing, bleaching, dyeing, coloring, processing, finishing, selling and buying or dealing in cotton, staple, silk and other fibrous and synthetic substances including waste and raw wool and wool tops.
22. To carry on all or any of the business of agents, chief agents or licensed agents of any Company or Companies and further to acquire exclusive distribution rights, to act as agents of Indian and Foreign manufacturers particularly dealing in plant, machinery, tools, spares, electric goods, food articles and enter into partnership or joint venture with foreigners.
23. To engineer, develop, design, assemble, manufacture, produce, import and export, buy, sell and otherwise deal in industrial, mining, agricultural machines and all types of tools, plants, equipments, instruments, appliances and hardware of all kinds, general fittings, accessories and appliances of all description made of metal, alloy, glass, synthetic and other fibers, chemicals and PVC compounds, plastics or any other materials.
24. To carry on the business of manufacturers processors, designers, buyers, sellers exporters, importers and otherwise dealers in all kind of plastics and chemicals and of products made of plastics and chemicals including monomers, polymers and copolymers, cellulose plastics, viscose plastics formaldehyde (phenol and urea) cresol, phenol furfural epoxides silicon's, polyesters, polyethylene vinyl resins acrylic resins, synthetic rubbers,

melamine plastics, cellophane and other form of plastic and chemicals to be processed or manufactured by injection moulding, blow moulding extrusion, calendaring lamination, adhesion impregnation, compression, fabrication, coating, spraying, immersion, planting, slush, rotational molding, transfer, vacuum forming, printings or any other mechanical, electrical or manual process or operation.

25. To carry on the business of hotel, restaurant, cafe, tavern, night clubs, casinos, discotheques, swimming pool, beer-house, refreshment rooms and lodging, house keepers, health clubs, baths and dressing rooms, licence victuallers, wine, beer and spirit merchants importers and manufacturers of aerated and artificial waters and other drinks, purveyors and caterers for public amusement.
 26. To purchase, take on lease, hire, erect or otherwise acquire, establish and equip, manage, administer, own, act as collaborators, technicians, of any other hotels, motels, holiday camps, restaurants, canteens, clubs, cafes, pubs, bars, refreshment rooms, casinos in India or in any other part of the world.
 27. To carry on the business of advertising agency for providing to advertisers a complete range of advertising services on all mass media like hoardings, newspapers, radio, television and films.
- IV. The liability of the members is limited.
- V. The Authorized Share Capital of the Company is Rs. 17,00,00,000/- (Rupees Seventeen Crore) divided into 8,50,00,000 (Eight Crore Fifty Lacs) Equity Shares of Rs. 2/- (Rupees Two) each. *

*Altered vide ordinary resolution passed by the members through postal ballot on 11th February, 2022

For GRAVITA INDIA LIMITED


NITIN GUPTA
Company Secretary
FCS - 9984

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

Sl. No.	Signature, Name, Description, Addresses and Occupation of the Subscribers	No. of Equity Shares taken by each subscriber	Signature, Name, Address, Description and Occupation of Witness
1	Sd/- (RAJAT AGRAWAL) S/o Dr. M. P. Agarwal C-173, Gyan Marg, Tilak Nagar, JAIPUR - 4 Business	10 (Ten)	I witness the signatures of all the subscribers Sd/- (ANJU CHOUDHARY) S/o Shri G. L. Choudhary G-8, New Market, Khasa Kothi Circle Jaipur Chartered Accountant
2.	Sd/- (PRABHAT AGRAWAL) S/o Dr. M. M. Agarwal C-157, Anand Vihar I.P. Extension II DELHI - 110092 Private Sector Service	10 (Ten)	
3.	Sd/- (MADAN MOHAN AGARWAL) S/o Shri V. D. Agarwal C-157, Anand Vihar I.P. Extension II DELHI - 110092 Service in an Autonomous body	10 (Ten)	
4.	Sd/- (MAHAVIR PRASAD AGARWAL) S/o V. D. Agarwal C-173, Gyan Marg, Tilak Nagar, JAIPUR - 4 Private Practice	10 (Ten)	
Total No. of Equity Shares subscribed		40 (Forty)	

Dated the 1st day of August, 1992

Place : Jaipur