
MEMORANDUM
AND
ARTICLES OF ASSOCIATION
OF
PUSHPSONS INDUSTRIES LIMITED



सायमेव अयते

प्राकृप एक

Form 1

निगमन का प्रमाण पत्र

Certificate of Incorporation

सं० 55-59950 शक 19 16

No. 55-59950 of 19 94-95

मैं एतद् द्वारा प्रमाणित करता हूँ कि आज पुष्पसन्त इण्डस्ट्रीज लिमिटेड

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

I hereby certify that PUSHPSONS INDUSTRIES 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 9 जून, 1916 को दिया गया।

Given under my hand at NEW DELHI this THIRTIETH

day of JUNE One thousand nine hundred and NINETY FOUR.



ह.स. शर्मा

एच.एस. शर्मा

अवर कम्पनी रजिस्ट्रार

रा.रा. क्षेत्र दिल्ली एवं हरियाणा

(H.S. SHARMA)

ADDL. Registrar of Companies
NCT OF DELHI & HARYANA

For Pushpsons Industries Limited

Director

COMPANY NO. ...55-59950...



सत्यमेव जयते

Certificate of Commencement of Business

व्यापार प्रारम्भ 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 thePUSHPSONS INDUSTRIES LIMITED.....

मैं एतद्वारा प्रमाणित करता हूँ किपुष्पसन्स इण्डस्ट्रीज लिमिटेड

which was incorporated under the Companies Act, 1956, on
जो कि कम्पनी अधिनियम, १९५६ के अन्तर्गत पंजीकृत की गई थी दिनांक ..9 आगस्ट, 1916.

theTHIRTIETHday of ...JUNE1994

and which has filed duly verified declaration in the

और जिस ने कि यथावत् निर्धारित प्रपत्र में सत्यापित घोषणा पत्र प्रस्तुत
prescribed form that the conditions of section

कर दिया है कि उस ने धारा १४९ (२) (क) से (ग)

149(2) (a) to (c) of the said Act, have been complied with is entitled

को सभी शर्तों का अनुपालन किया दिया है, अतः व्यापार आरम्भ करने का
to commence business.

अधिकारी है।

Given under my hand at ..NEW DELHI...

मेरे हस्ताक्षर से आज दिनांक5 श्रावण, 1916.....

thisTWENTY SEVENTH day of ...JULY..... One
thousand nine hundred andNINETY FOUR.....

को जारी किया गया।

SEAL

Sd/-

(पी. शीला)

सहायक कम्पनी रजिस्ट्रार

रा. रा. क्षेत्र दिल्ली एवं हरियाणा

(P. SHEELA)

ASSTT. Registrar of Companies

N.C.T. OF DELHI & HARYANA

For Pushpsons Industries Limited

Director

COMPANY LIMITED BY SHARES
UNDER COMPANIES ACT 2013
[INCORPORATED UNDER COMPANIES ACT, 1956]
MEMORANDUM OF ASSOCIATION
OF
PUSHPSONS INDUSTRIES LIMITED

- I. The name of the company is "PUSHPSONS INDUSTRIES LIMITED".
- II. The registered office of the Company will be situated in the State of National Capital Territory of Delhi.
- III. **(A). THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE: —**
 1. To carry on the business of manufacturing, spinning, carding, weaving, sizing, raising, texturizing, ginning, pressing, preparing, combing, scouring, mixing, processing, twisting, bleaching, dyeing, printing, mercering, folding, importers, exporters, buyers, sellers and dealers of cotton, man-made fibre (Synthetic Fibre), Rayon, blends made synthetic staple fibre and filament yarns like viscose, nylon, polyester, acrylic, polypropylene, PVC and other olefin materials including industrial and technical yarn, tyre yarn, tyre cords, tyre cord fabrics and other tyres of industrial and other fabrics films and sheets, webs, staple fibres yarn, acrylic and mettalic yarn, glass fibre, cellulose cotton, flex, jute hemp, silk, artificial silk, rayon, linen, wool and any other man made chemical, synthetic and natural fibres and fibrous materials and the cultivation or production thereof and all other materials, equipments, stores and chemicals used therein or in relation thereto and their intermediary products, other allied products or substances or substitutes for all or any of them.
 2. To buy, sell, import, export, exchange and deal in yarn, cotton, cotton in process raw cotton silk, wool, jute flax hump and other fibrous substance, natural artificial or synthetic.
 3. To manufacture, fabricate, prepare, bleach, export, import, buy, sell and/or otherwise deal in leather garments, readymade garments of all kinds and description, shoes of all kinds, hosiery items, textiles, fabrics, yarn, carpets, durries, rugs, made ups, handicrafts, silk antiques, pictures, spectacles, fancy goods toys woodwork embroidery work sewing works and precious stones.
 4. To carry on in any part of the world the business of importers and exporters and suppliers of hardware, finware, brassware, sportware, ship-chandlers, goods of every description, railway and building stores of every description, tea, cotton, yarn, cloth, linen, flax, jute, silk, wool and other goods and fabric whether textile, frebbled, netted or looped, oils, paints, colours, dyes, soaps and textiles specialities of every description, varnishers, empty cans, drums, paper, cloth, cane, bamboo, jute or metallic containers and other receptacle, aerial conveyances of every description and all accessories, spare- parts, engines type, tubes, lubricants, greases, electrical goods, wireless goods, clocks and watches of all kinds with accessories, tools, rubber goods, chemicals, disinfectants, cleaning material of every description, mill and gin machinery and mill and gin stores of all kinds, patent medicines of every description, chemical appliances and apparatus of every description, anatomical, orthopaedic and surgical appliances of all kinds crockery and cutlery of every description, all requisites for hospital, patients and invaids, hardware goods, plastic goods and plastic powders of all kinds, glassware of all kinds, oilman stores, toilet requisites, gold and silver articles, jewellery, real and cultured pearls or ornaments and things and generally all articles and things the business of which in the opinion of the directors may conveniently and suitably be carried on by the company and to act as selling agents and representatives in India and elsewhere for dealing in all or any of the products, articles and things whatsoever.

For Pushpsons Industries Limited


Director

(B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECT SPECIFIED IN CLAUSE III(A) ARE

1. To purchase and otherwise acquire, own, import, all materials, substances, appliances, machines, containers and such other articles and apparatus and things capable of being used in any of the main 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 main business of the Company.
2. To acquire, build, alter, maintain, enlarge, remove or replace and to work, manage and control any buildings, offices, factories, mills, shops, machinery and conveniences which may seem necessary to achieve the main objects of the Company.
3. To buy, repair, alter, improve, exchange, import, works, plants, machinery, tools, utensils, appliances, apparatus, products, materials, substances, articles and things capable of being used in the main business of this company.
4. To purchase, take on lease or tenancy or in exchange, hire take, options over or otherwise acquire any estate or interests whatsoever and to hold, develop work, concessions, grants, decrees, licenses, privileges, claims, options, leases, property, real or personal or rights or powers of any kinds which may appear to be necessary for the main business of the Company.
5. To pay for preliminary and pre-incorporation expenses of the Company.
6. To exchange, mortgage, royalty or tribute, grant licenses, easements, options and such other rights over and dispute of the whole or any part of the undertaking, property assets, rights and effects of the company for such considerations as may be thought fit and in particular for stocks, shares debentures whether fully or partly paid up or securities of any other such company having objects whole or in part similar to those of the Company.
7. To Pay for any rights or property acquired by the Company and to remunerate any person, firm or body corporate rendering services to the Company either by cash payment or by allotment to him or them of shares or securities of the Company as paid up in full.
8. To 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 deem fit, provided that the company shall not carry on banking business within the meaning of Banking Regulations Act, 1949.
9. To undertake financial and commercial obligations, transactions and operations of all kinds.
10. To guarantee the performance of any contract or obligations and the payment of money or dividends and interest on any stock 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 main objects of the Company.
11. To guarantee the payment of money unsecured or secured or payable under or in respect of promissory notes, bonds, debentures stocks, contracts, mortgages, charges, obligations, instruments and securities of any company or of any Authority, Supreme, Municipal, Local or of any persons whether incorporated or not incorporated and to guarantee or become sureties for the performance of any contracts or obligations as may be necessary for the main business of the Company.
12. To subscribe for, acquire and hold shares, shares-stock, debentures, bonds, debentures-stock, mortgages, obligations, securities of any kind issued or guaranteed by any company (Body corporate undertaking) of whatever nature and whatsoever constituted or carrying on the main business and to subscribe for, acquire and holds shares, debentures and debenture- stocks and debenture-bonds, mortgage, obligations and such other securities issued or guaranteed by any Government, trust, Municipal, local or such other authority or body of whatever nature, whether in India or elsewhere as may be conducive to the main business of the Company.
13. To invest other than investment in Company's own shares, any money of the Company not immediately required in any investments movable or immovable as may be thought proper and to hold, invest in shares or stock in the Company as may be necessary for the main business of the Company.
14. Subject to the applicable provisions of the Companies Act, 2013 and the Rules made there under and the directions issued by 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 debentures- stock (perpetual or otherwise) and to secure the payment of any money borrowed, raised or owing on the mortgage, charge or

lien upon all or any of the property or assets of the Company (both present or future) including its uncalled capital and also by similar mortgage, Charge or lien to secure and guarantee the performance by the Company, or any such person or Company, of any obligation undertaken by the Company.

15. To draw, make, accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory notes, bills of lading, debentures and other negotiable or transferable instruments or securities.
16. To apply for, purchase or otherwise acquire and protect prolong and renew in any part of the world, any patents, patent rights, brevets d'inventions, trademarks, designs, licenses, protections and concessions conferring any exclusive or non- exclusive or limited right to their use of information as to any invention, process, privileges which may seem capable of being used for the main objects of the Company or the acquisition of which may seem calculated directly or indirectly, to benefit the Company and to use, exercise, develop or grant licences or privileges in respect of the property, rights and information so acquired.
17. To spend money in experimenting upon and testing and 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.
18. To do all or any of the main objects either as principals, agents, trustees, contractors, or otherwise and either alone or in conjunction with others and either by or through agents, sub-contractors, trustees or otherwise.
19. To acquire and takeover all or any part of the business property and liabilities of any person, firm or company carrying on or proposing to carry on any business which this Company is authorized to carry on or possess property, suitable for the main business of the Company.
20. To procure the registration or recognition of the Company in or under the laws of any place outside India.
21. 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 controls, management or development of the Company or any other such objects which in the opinion of the Company could or might directly or indirectly assist the Company in the management of its main 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 or about the formation or promotion of the Company or the conduct of its main business or in about the promotion of any other such company in which the Company may have any interest.
22. Subject to the applicable provisions of the Companies Act, 2013 and the Rules made there under, to amalgamate or to enter into partnership or into any arrangement for sharing profits, union of interest, co-operation, joint venture or reciprocal with any person or persons of company or companies carrying on or engaged in the main business of the Company.
23. To enter into any arrangements and take all necessary or proper steps with Governments or with such authorities, supreme, national, local, municipal or otherwise of any place in which the Company may have interests and to carry on any negotiations or operations for the purpose of directly or indirectly carrying out the objects of the Company or effecting any modification in the constitution of the company or furthering the interests of the members and to oppose any such steps taken by any other such 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 in 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 any charters, contracts, decrees, rights, grants, loans, privileges, or concessions which the Company may think it desirable to obtain and carry out, exercise and comply with any such arrangements, charters, decrees, rights, privileges or concessions.
24. To adopt such means of making known the main business of the Company as may seem expedient and in particular by advertising in the press by circulars, by purchase and exhibitions of works of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations.

25. (a) To undertake and execute any trust, the undertaking of which may seem to the Company desirable and either gratuitously or otherwise and vest any real or personal property, rights or interests acquired by or belonging to the company in any person of company on behalf of or for the benefit of the company and with or without any declared trust in favour of the Company.
(b) To accept gifts including by way of awards/prizes from Govt. and semi-Govt. bodies and to give and donations to create trust for the welfare of employees, members, directors and/or their dependents, heirs and children and for deserving object for and other persons also and to act as trustees.
26. To apply the assets of the Company in any way or towards the establishment, maintenance or extension of any association, institution or fund in any way connected with any particular trade or business or with trade or commerce and particularly with the trade, including any association, institution or fund for the interest of masters, owners and employers against loss by bad debt, strike, combustion, fire, accident or otherwise or for the benefit of any employee 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 such other persons or classes of persons and in particular of friendly, co-operative and such other societies, reading rooms, libraries, educational and charitable institutions, dining and recreation rooms, 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.
27. To aid peculiarly or otherwise, any association, body or movement having for an object the solution, settlement of industrial or labour problems or troubles or the promotion of industry or trade.
28. Subject to the applicable provisions of the Companies Act, 2013 and the Rules made there under to subscribe or guarantee money for any national, charitable, benevolent, public, general or useful object or for any exhibition.
29. Subject to the provisions of the Gift Tax Act, 1951 and the Statutory amendments thereof, the Company has power to make and receive gifts either in cash or other movable or immovable properties.
30. To establish and maintain or procure the establishment and maintenance of any contribution 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 person who are or where at any time in the employment or service of the Company or is allied to or associated with the company or with any such subsidiary Company or who are or were at any time Directors or officers of the Company 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 benefit of or to advance the interest and well-being of the Company or of any such other Company as aforesaid and make payments to or towards the insurance of any such persons as aforesaid and do any of the matters aforesaid, either, alone or in conjunction with any such other company aforesaid.
31. To do all such other things as may be deemed incidental or conducive to the attainment of the main objects.
32. To acquire, sell, improve, manage, develop, lease, sub-lease, mortgage, exchange, dispose off, and or otherwise deal with moveable or immovable property and rights of all kind, and in particular land, buildings, concessions, patents, business concerns and undertakings , to lease , sublease, warehouses , office space , factories, with or without facilities ,furniture and fixtures, whether owned by the company or not.
33. To carry on the business of manufacturing, fabricating, assembling, trading, dealing, producing and storing of automobile parts, engines, accessories, ancillaries, stores and spares, chemicals, consumables and otherwise deal in all kinds electrical goods and its parts or any other material related thereto.

- IV. The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.
- V. The Authorized share capital of the company is Rs. 7,00,00,000/- (Rupees Seven Crores Only) divided into 70,00,000 (Seventy Lacs) equity shares of Rs. 10/- (Rupees Ten Only) each.

The changes approved w.e.f 11th September, 2019 as approved by the members of the Company by way of Special Resolution passed in 25th Annual General Meeting.

We, the several persons, whose names and addresses, are subscribed, hereto are desirous of being formed into a Company in pursuance of THIS MEMORANDUM OF ASSOCIATION, and we respectively agree to take the number of shares in the Capital of the Company, set opposite our respective names :-

S. No.	Name, Addresses Description and Occupation of each subscriber	Number and type of Shares Equity	Signature of Subscribers	Name, Addresses description and Signatures of witnesses
1.	Dr. Mauji Ram Jain S/o Late Sh. Johari Mal Jain R/o E-132, Saket, New Delhi (Business)	100	Sd/-	I witness the signatures of all the subscribers Sd/- (Rakesh Verma) Chartered Accountant S/o Shri Hari Nand Verma C-124, East of Kailash, New Delhi-110065
2.	Pankaj Jain S/o Dr. M. R. Jain R/o E-132, Saket, New Delhi (Business)	100	Sd/-	
3.	Dinesh Jain S/o Dr. M. R. Jain R/o E-132, Saket, New Delhi (Business)	100	Sd/-	
4.	Nili Dinesh Jain W/o Dinesh Jain R/o E-132, Saket, New Delhi (Business)	100	Sd/-	
5.	Sangeeta Jain W/o Pankaj Jain R/o E-132, Saket, New Delhi (Business)	100	Sd/-	
6.	Usha Aggarwal W/o Bal Krishan Aggarwal A2/54, Alok Park, Modi Nagar (U. P.) (Service)	100	Sd/-	
7.	Ishwar Pal Bansal S/o Late Sh. Sadhu Ram OF 1903/16, Faridabad-121002 (Service)	100	Sd/-	
TOTAL		700 Equity Shares		

Place : New Delhi

Dated : 20-05-1994

For Pushpsons Industries Limited

Director