

(THE COMPANIES ACT 2013)
(COMPANY LIMITED BY SHARES)
MEMORANDUM OF ASSOCIATION*
OF

SHRI GANG INDUSTRIES AND ALLIED PRODUCTS LIMITED

- I. The name of the Company is SHRI GANG INDUSTRIES AND ALLIED PRODUCTS LIMITED.
- II. The Registered Office' of the Company will be situated in the State of Uttar Pradesh.
- III. The objects for which the Company is established are:

(A) THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION:-

1. To carry on the business of import, export, production, preparation and manufacture of and dealing in vegetable ghee, oils, of every type and description, whether refined or otherwise and whether hydrogenated or otherwise, and for that purpose to set up, instal, purchase, import or otherwise acquire plant, machinery and related equipment, and to import, export, purchase, cultivate oils seeds, cotton seeds, coconuts, plantation, horticulture and fresh produce for the production of vanaspati or vegetable oils and ghee.
2. To carry on in India or elsewhere the business as manufacturers, processors, importers, exporters, agents, brokers, suppliers, whole sellers, retailers, distributors, stockists, dealers, godown keepers, C&F agents, del credere agents, developers, consultants, and to distil, prepare, manipulate, mix, blend, clean, pack, repack, protect, provide, promote, sponsor, market, modify, produce, bottle, pressure & crush, all sorts of liquors, beverages, alcohols, wines and other similar products such as brandy, whisky, rum, gin, beer, wine or derivatives, combinations, solvents, mixtures & formulas thereof whether made of natural or synthetic materials, all kinds of drinking products, mineral water, soft drinks, aerated mineral water, fruit drinks, artificial flavoured drinks, condensed milk and other consumables of every description for human consumption.
3. To carry on the business of producers, refiners, processors, manufacturers, buyers, sellers, distributors, importers, exporters, traders, agents, stockists and to market and supply all types of sugar, sugarcanes & high starch agro products, agro based products and by-products such as residues, ethanol, alcohol, electricity, carbon, hydrocarbons, liquid or gaseous petroleum and petroleum products, minerals and the products or the bye-products thereof or its feed stocks or which may be derived, produced, prepared, developed, compounded, made or manufactured therefrom and substances obtained by mixing any of the foregoing with other substances and any and all kinds, types, purposes, grades, forms and formulations of alcohol products including rectified spirit, potable alcohol and to put to commercial use and otherwise deal in any manner in all or any of them and their allied products and materials, and for this purpose establish, purchase, acquire, own, design, engineer, fabricate, build, alter, improve, operate, manage, maintain, repair, buy and sell refineries, pipelines, buildings, plants, equipment, facilities and outlets for the production, refining, processing, storage, supply, transportation and distribution of all types of sugarcanes and agro based products, including those referred to hereinabove and derivatives thereof, whether liquid, solid or gaseous, and alcohol & power of all kinds and to provide consultancy in all respects of all or any of the aforesaid.

4. To produce biofuels such as ethanol for selling to petroleum marketing companies to enable them to blend in petrol. To purchase or otherwise acquire any and all types of starch content agro based product and to manufacture, process, refine, treat, reduce, distill, blend, fractionate, convert, smelt, produce, purify, pump, store, hold, compress, bottle, pack, use, experiment with, buy, exchange, trade, transport, import, export, sell, market, supply, distribute or otherwise dispose of or deal in sugarcane, molasses, sugarcane juice, agriculture based products, spirit, energy related and power related products of any nature and kind whatsoever including, a. All Organic and inorganic chemicals and synthetic chemical derived from fermented high starch juice of any nature and kind whatsoever including bye product, derivatives, and mixture thereof. b. Special types of ethanol and products, including specifically, gases, effluent gases, power, steam and bio fertilizers.
5. To import & exports of wooden casks, equipment, raw materials, ingredients for maturation of spirits, liquor, food products, beverages in India.
6. To carry on the business as brewers, distillers, bottlers, canners preservers, coopers, dehydrators, maltsters and merchants of and dealers in fruits, herbs, vegetables, plants and liquors by products therefrom, whether intoxicating or not, tonics, vitamin, beverages, flavoured drinks, nectar, punch aerated waters and drinks whether soft or otherwise
- *1.** Approval of alteration of Capital Clause of the Memorandum of Association is sought from the members of the Company in their Extra-Ordinary General Meeting scheduled to be held on December 14, 2024.

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

(A):-

1. To purchase, or 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 business and to own, lease and otherwise acquire and use facilities of whatever kind as may be conducive to the effective working of the main business or any part thereof.
2. 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, engines, roadways, tramways, railways, branches of siding, bridges, reservoirs, water courses, 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, firm or company in doing any of these things.
3. To buy, sell, repair, alter, improve, exchange, let out on hire and import. plants, machinery, tools utensils, appliances, apparatus, products 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, all products residual and by-products incidental to or obtained in the businesses carried on by the Company.
4. To purchase, take on lease or tenancy or in exchange, hire, take options, over or otherwise acquire any estate or interest whatsoever and to hold, develop, work concessions grants, decrees, licences, privileges, claims, options, leases, property, real or personal rights or powers of any kinds which may appear to be necessary for the business of the Company.
5. To pay for preliminary and pre-incorporation expenses of the Company.
6. To sell, exchange, mortgage, let on lease, royalty or tribute, grant licences easements, options and other rights over and or dispose of the whole or any part of the undertaking, property, assets, rights and effects of the Company for consideration as may be thought fit and in particular for stocks, shares, debentures whether fully or partly paid-up or securities of any other company having main 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 or in part otherwise.
8. To lend and advance money, in connection with the main business 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 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 in connection with the main business of the Company.
10. To guarantee the performance of any contract or obligations and the payment of money 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 furthering the objects of the Company.

11. To guarantee the payment of money unsecured or payable under or in respect of promissory notes, bonds Debenture stocks, contracts, mortgages, or charges, obligations, instruments, securities of any company or of any authority, supreme, municipal, local or of any persons whether incorporated. or not incorporated, and generally to guarantee or become sureties for the performance of any contracts or obligations as may be necessary for the business of the Company.
12. To subscribe for, acquire, hold and sell shares, share-stock, debentures, debenture-stocks, bonds, mortgages, obligations securities of any kind issued or guaranteed by any company (body corporate undertaking) of whatever nature and howsoever constituted or carrying on the business and to subscribe for, acquire hold and sell shares, debentures and debenture-stocks, and debenture-bonds, mortgages, obligations and other securities issued or guaranteed by any Government, commissioners, trust, Municipal, local or other Authority or body of whatever nature, whether in India or elsewhere as may be conducive to the business of the Company.
13. To invest in 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 deemed proper and to hold, sell or invest in shares or stocki in the company as may be necessary for the business of the Company.
14. Subject to the provisions of the Companies Act, 2013 and the Regulation made thereunder and the directions issued by Reserve Bank of India, to receive money on - deposit or loan and borrow or 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 on the mortgage, charge or lien upon alt 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 other such person or Company, or 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 such other negotiable or transferable instruments or securities of all types.
16. To apply for, purchase or otherwise acquire and protect, prolong and renew in any part of the world, any patents, and patent rights, brevets d'inventions, trade marks, designs, licences, protections and concessions conferring any exclusive or non-exclusive or limited right to their use other information as to any invention, process or privileges which may seem capable of being used or any of the objects business 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 in improving or seeking to improve any patents, righths inventions, discoveries, processes or information of the Company or which the Company may acquire or purpose to acquire.

18. To do all or any of the above things 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 authorised 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 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 or about the promotion of any other such company in which the Company may have an interest.
22. Subject to the provisions of Section 230 to 240 of the Companies Act, 2013, to amalgamate or to enter into partnership or any arrangement for sharing profits, union of interest, co-operation, joint venture or reciprocal rights with any person or persons or 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 other 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 main objects of the Company or effecting any modification in the constitution of the company or for furthering the interests of the members and to oppose any such steps taken by any other company, any 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 fit 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 exhibition 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 or 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 gifts and donations to create trusts for the welfare of employees, members, directors and/or their dependents, heirs and children for deserving objects for and such other persons, also to act as trustees.

26. 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 trade or business or commerce and particularly with the trade, including any institution or fund for the interest of masters, owners a against loss by bad debt, strike, ' combustion, fire, accident 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 the dependents and whether or not in common with other persons or classes of persons and in particular of friendly, co-operative and 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 pecuniary or otherwise, any association, body or movement having for.an object the solution, or settlement of industrial or labour problems or troubles or the promotion of industry or trade.
28. To subscribe or guarantee money for any national, charitable, benevolent, public general or useful object or for any exhibition subject to the provisions of sections 293A of the Act.
29. Subject to the provisions of the Gift Tax Act and the statutory amendments, thereof, the Company has power to make aand recieve ats either in cash or other such movable or immovable properties.
30. To establishment and maintain or procure the establishment and maintenance of any. contributory or non-contributory pension or superannuation funds for the benefits of and give, 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 are 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 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 as aforesaid.
31. To distribute among the members in specie or otherwise any property of the Company, or any proceeds of sale or disposal of any property of the company, in the event of its winding up but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law.
32. To create, issue and allot equity, preference and guarantee shares or stock and to redeem, cancel and accept surrender of such shares or-stocks.
33. To enter into partnership or into any arrangement for sharing profits into any union of - interests, joint-venture, reciprocal concession or cooperation with any person or persons or company or companies carrying on, or engaged in, or about to carry on or engage in or being authorised to carry on, or engage in any business or transaction which this company is authorised to carry on or engage

in or any business or transaction capable of being conducted so as directly or indirectly to benefit this company.

34. To do all such other things as may be deemed incidental or conducive to the attainment of the main objects or any of them.

(C) Deleted:

IV. The liability of the members is limited.

V. The Authorized Share Capital of the Company is Rs. 30,00,00,000/- (Rupees Thirty-Three Crore Only) divided into 2,50,00,000 (Two Crore Fifty Lakh) Equity Shares of Rs. 10/- (Rupees Ten Only) each and 50,00,000 (Fifty Lakh) Preference Shares of Rs. 10/- (Rupees Ten Only) each.

VI. 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:

Sl. No.	Name, Address, Description and Occupation of subscriber	Number and type of shares	Signature of Subscriber	Signature, Name, Address, Description and Occupation of Witness
1.	PANNA LAL PUNIA S/o Sh. Bharat Singh 23, Raj Bhawan Colony, Lucknow (Service)	10 Ten Equity	Sd/-	<p>I witness the Signatures of all the subscribers..</p> <p>Sd/- RAMESH JAIN CHARTERED ACCOUNTANT (M.NO. 85570) S/O Shri S.C. Jain Ekant House 3, Panchkuin Road, New Delhi- 110055</p>
2.	ANIL MALIK S/o Shri Jagdish Lal Malik 11, J. C. Bose Marg, IVY Court/Lucknow (Service)	10 Ten Equity	Sd/-	
3.	RAJENDRA KUMAR GUPTA S/o Shri Shiv Prasad Gupta A-13, PICUP Colony, 12, Jopling Road, Lucknow (Service)	10 Ten Equity	Sd/-	
4.	SURAJ GUPTA S/o Murari Lal Gupta 125, Gujranwala Town-II, Delhi (Business)	10 Ten Equity	Sd/-	
5.	ANITA GUPTA W/o Shri Suraj Gupta 125, Gujranwala Town-II, Delhi (Business)	10 Ten Equity	Sd/-	
6.	VINOD GUPTA S/o Shri R. L. Gupta 125, Gujranwala Town-II, Delhi-9 (Business)	10 Ten Equity	Sd/-	
7.	PARSHOTAM LAL MAINI S/o Shri Sansar Chand Maini 125, Gujranwala Town, (Business)	10 Ten Equity	Sd/-	
		70 Equity Shares		

Place : New Delhi

Dated :24-7-1989