
MEMORANDUM AND ARTICLES

OF

ASSOCIATION

OF

STABLE TRADING COMPANY LIMITED



Form I. R.

Certificate of Incorporation

NO. 32215 OF 1979.

I hereby certify that "**Stable Trading Company Limited**" is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the Company is Limited.

Given under my hand at CALCUTTA this Thirty first day of August, One thousand nine hundred and Seventy nine.



Sd/-
S. C. Basu
Registrar of Companies
West Bengal.



Form I. R.

CERTIFICATE OF COMMENCEMENT OF BUSINESS

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

I hereby certify that the "**Stable Trading Company Limited**" which was incorporated under the Companies Act, 1956, on the Thirty first day of August, 1979 and which has this day filed a duly verified declaration in the prescribed form that the conditions of section 149(2)(a) to (c) of the said Act, have been complied with is entitled to commence business.

Given under my hand at CALCUTTA this Fourteenth day of September, One thousand nine hundred and Seventy nine.



Sd/-
S. C. Basu
Registrar of Companies
West Bengal.

THE COMPANIES ACT, 2013
COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION
OF
STABLE TRADING COMPANY LIMITED

- I. The Name of the Company is **STABLE TRADING COMPANY LIMITED**.
- II. The Registered Office of the Company will be situated in the State of West Bengal.
- III. The objects for which the Company is established are:

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

1. To carry the business of buyers, sellers, suppliers, traders, merchants, importers, exporters, indentors, brokers, agents, assemblers, packers, stockists, distributors, financiers, hire purchase, and dealers of and in all kinds of pipes, pipe fittings, agricultural products, wood articles, industrial products, industrial components, electronic parts & devices, forest products, raw materials, minerals, metals, industrial and other wastes and bi-products, industrial and other gases, alcohol, edible and non-edible oils & fats, consumer goods, household goods, hardware & stores, plant & machinery stores, spare parts and accessories, commercial and manmade fibres, textiles of all kinds readymade garments, wool, silk, hemp, flex and other fibres substances, blankets, and any products of cotton and yam and woollen textile, raw jute and jute products, cement, chemicals, paper, imported cars, plastics, building materials, vehicles, bullion, shares and securities.
2. To build, acquire by concession, grant, purchase, barter, lease, licence or otherwise, either absolutely or conditionally and either alone or jointly with others as contractors or otherwise any lands, buildings, machinery, plants, works, conveniences and other movable and immovable property of any description, patents, trademarks, concessions, privileges and other rights for the objects and business of the Company and to construct, maintain and alter any building, or works necessary or convenient for the purpose of the company and to pay for such lands, buildings, works, property or rights or any other property and rights purchased or acquired by or for the Company either by shares, debentures, debenture stock, bonds or other securities of the Company or by cash or otherwise and to manage, develop, sell, let on lease or for hire or otherwise, dispose of or turn to account the same at such time or times and in such manner and for such consideration as may be deemed proper or expedient and to reclaim, cultivate, lands and develop the resources thereof by draining, clearing, planting or manuring or otherwise.

3. To act as investors, guarantors, underwriters, financiers to industrial enterprises and to lend or deal with the money either with or without interest or security, provided Company shall not do any banking business as defined under the Banking Regulation Act, 1949.

B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF OBJECTS SPECIFIED IN CLAUSE III (A) ARE:-

- (i) To borrow or raise or secure the payment of money in such manner as the Company may think fit and in particular by the issue of bonds, debentures, perpetual or otherwise charged upon all or any part of the Company's property, both present and future including its uncalled capital and to purchase, release or pay off any such securities.
- (ii) To own, work, erect, install, and otherwise to handle or deal in spinning mills, or any other factories for pressing, ginning, carding, combing, scouring, mixing, pressing, twisting, throwing, printing, bleaching, dyeing, or finishing raw silk, waste silk, cotton, flex, jute, hemp, wool, mohair, hessian linen or any other textiles of any description and kind.
- (iii) To buy, sell, manufacture, repair, barter, exchange, import, export, pledge, make advance upon, manipulate, prepare for market, distribute and otherwise, deal in goods, wares, produce, materials, substance articles, commodities and things of every description capable of being dealt with in connection with the Company's business or any of them or likely to be required by any of the customers of or persons having dealing with the Company, in which the Company is authorised to carry on the business.
- (iv) To export, import, buy, sell, barter, exchange, pledge, make advance upon, invest in and otherwise deal in shares, securities, jute seeds and articles, produce and merchandise of all kinds of description either ready or for forward delivery in which the Company is authorised to carry on the business.
- (v) To encourage the creation, issue or conversion of debentures, debenture stocks, bonds, obligations, shares, stocks and securities and to take part in the conversion of business concerns and undertakings into Companies.
- (vi) To take part in the supervision or control of the business or operations of any Company or undertaking and for the purpose to appoint any directors, accountants or any experts or other agents.
- (vii) To engage experts to investigate and examine in to the conditions, the prospects, value, character and circumstances of any business undertaking and generally of any assets or property or rights.
- (viii) To acquire and undertake the whole or any part of the business, goodwill, property and liabilities or any person or Company carrying on any business which this Company is authorised to carry on or possessed of property suitable for the purpose of the Company.

- (ix) To acquire by concession, grant purchase, barter, lease, licence or otherwise, either absolutely or conditionally and either alone or jointly with others as contractors or otherwise any lands, buildings, machinery, plant, works, conveniences and other movable and immovable property of any description, patents, trademarks, concessions privileges and other rights for the objects and business of the Company and to construct, maintain and alter any buildings, or works necessary or convenient for the purpose of the Company and to pay for such lands, buildings, works, property or rights or any other property and rights purchased or acquired by or for the Company either by shares, debentures, debenture-stock bonds, or other securities of the Company or by cash or otherwise and to manage, develop, sell, let on lease or for hire or otherwise dispose of or turn to account the same at such time or times and in such manner and for such consideration as may be deemed proper or expedient and to reclaim, cultivate lands and develop the resource thereof by draining, clearing, planting or manuring or otherwise.
- (x) To establish and support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences calculated to benefit employees or ex-employees of the Company or the dependants or connections of such persons and to grant pensions and allowances and to make payments towards insurance and to subscribe or guarantee money for charitable or benevolent objects or for any public, general or useful object but not intended to serve any political cause or purpose.
- (xi) To establish or promote or concur in establishing or promoting any Company or companies for the purpose of acquiring all or any of the property, rights and liabilities of this Company or any other purposes which may seem to benefit this Company and to place or guarantee or underwrite subscribe for, otherwise acquire all or any part of the shares, debentures or other securities of any such other Company.
- (xii) To pay for any rights or property acquired by the Company to remunerate any person or Company by cash payment or by allotment of shares, debentures or other securities of the Company or in or about the formation or promotion of the Company of the conduct of its business.
- (xiii) To lease, let out on hire, mortgage, pledge, sell or otherwise dispose of the whole or any part of the undertaking of the Company or land, business, property, rights or assets of any kind of the Company or any share or interest herein respectively in such manner and for such consideration as the Company may think fit and in particular for shares, debentures or securities or any other objects altogether or in part similar to those of the Company.
- (xiv) To borrow or raise or secure the payment of money in such manner as the Company shall think fit and in particular by the issue of debenture, bonds, obligations, notes and securities of all kind and to frame, constitute and secure the same as may seem expedient with full powers to make the same transferable by delivery or by instrument of transfer or otherwise, and either perpetual or terminable, and either redeemable or otherwise and to charge or secure the same by trust, deeds, or otherwise, on the undertaking of the Company or upon any specific property and rights, present and future of the Company (including and if thought lit, uncalled capital) or otherwise howsoever.
To devote any money so raised to any of the objects of the Company and to advance and lend money and assets of all kinds upon such terms as may be thought fit.

- (xv) To lend money and negotiate loans, to draw, accept, endorse, issue, discount, buy, sell, and deal in bills of exchange promissory notes, bonds, debentures, coupons and other negotiable instruments and securities to form, promote, subscribe and assist companies syndicates and firms of all kinds to give any guarantee for the payment of money or the performance of any obligation or undertaking, to undertake and execute any trust to acquire, improve, manage, work, develop, exercise all rights in respect of lease and mortgage and to sell, dispose of, turn to account and otherwise deal with property of all kinds and in particular, land, building, concessions, patents, business concerns and undertakings, and generally to carry on and undertake any business undertaking transaction or operation commonly carried on undertaken by promoters, financiers, and investors in hire purchase dealings provided that the Company shall not carry on the business of banking as defined under the Banking Regulation Act, 1949.
- (xvi) To amalgamate, enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint-venture or reciprocal concession or for limiting competition with any person or company carrying on or engaged in, or about to carry on or engage in any business or transaction which the company . is authorised to carry on or engage in, or which can be carried on in conjunction there with or which is capable of being conducted so as to benefit the Company.
- (xvii) As permissible under the Companies Act, 2013, to distribute in specie or otherwise if the Company shall be wound up, as may be resolved, any property or assets of the Company or any proceeds of sale or disposal of any property or assets of the Company including the shares, debentures or other securities of any other company formed to take over the whole or any part of the assets or liability of Company 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.
- (xviii) To carry on any business or branch of a business which this Company is authorised to carry on by means or through the Agency of any subsidiary company or companies, and to enter into any arrangement with any such subsidiary company for taking the profits and bearing the losses of any business or branch so carried on, or for financing any such subsidiary company or guaranteeing its liabilities, or to make any other arrangements, which may seem desirable with reference to any business or branch so carried on, including power any time either temporarily or permanently to close any such business or branch and to appoint Directors or Managers of any such subsidiary Company.

IV. The Liability of the Members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

V. The Authorised Share Capital of the Company is Rs. 2,50,00,000/- (Rupees Two Crore Fifty Lacs) divided into 25,00,000 Equity Shares of Rs. 10/- each with the rights, privileges and conditions attaching hereto as are provided by the Articles of Association of the Company for the time being with power to increase or reduce the capital and to divide and sub-divide the shares into several classes and to attach thereto respectively such preferential, qualified or special rights, privileges or conditions, as may be determined by or in accordance with the Articles of Association of the Company for the time being and to vary, modify or abrogate any such rights privileges or condition in such manner as may be permitted by the Companies Act, 2013 or as provided by the Articles of Association of the Company for the time being .

We, the several persons whose names and addresses are subscribed below, are desirous of being formed into a company in pursuance of these Memorandum of Association, and we respectively, agree to take the number of shares in the Capital of the Company set opposite our respective names :—

Names, Addresses, Description & occupations of subscribers	Number of equity shares taken by each subscriber	Names, Addresses, description & occupations of witnesses
1. Sawarmal Lohariwala S/o Late Jamunadhar Lohariwala 26/3, Armenian Street, Calcutta, Share Broker.	100 Equity (One Hundred)	
2. Santosh Kumar Kejriwal S/o Late Girdharilal Kajriwal 12, Raja Sontosh Road, Calcutta-27 Stock Broker.	100 Equity (One Hundred)	
3. Naresh Kumar Jain S/o Mr. Mahipal Jain 12, Raja Sontosh Road, Calcutta-27 Service.	100 Equity (One Hundred)	
4. Rajendra Kumar Goenka S/o Manik Chand Goenka 17, Janak Road, Calcutta-29 Business.	100 Equity (One Hundred)	Witness for all - Suresh Kumar Saraf S/o Bishwanath Saraf 23/24, Radha Bazar Street, Calcutta - 1 Service.
5. Loknath Bagaria S/o Late Hari Krishna Bagaria 33, Maharshi Debendra Road, Calcutta-700 006 Service.	100 Equity (One Hundred)	
6. Beni Prasad Kapoor S/o Late Madho Prasad Kapoor 48, Balaram Dey Street, Calcutta-6 Service.	100 Equity (One Hundred)	
7. Kashi Nath Roy S/o Late Jugal Charan Roy C/o Roy Bros. 16, India Exchange Place, Calcutta-1 Stock Broker.	100 Equity (One Hundred)	
Total shares taken	700 (Seven Hundred)	

Dated this 17th day of August, 1979