

Recd The Original
6/7/82
Name changed to
JECO Exports and
Finance Ltd vide
no-NCR/CN/35005/82
dt. 20-9-82 u/s-21.



प्राकृत्य जाई आर
Form I. R.

आसक कम्पनी रजिस्ट्रार
Asst. Registrar of Companies

CERTIFICATE OF INCORPORATION
Jalpaiguri/West Bengal

ता. ३५००५
No. 35005 of 1982

मैं एतद्वारा प्रमाणित करता हूँ कि आज

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

I hereby certify that Jeco Exports limited

is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the
Company is limited.

मेरे हस्ताक्षर से आज ता. Calcutta को दिया गया।

Given under my hand at Calcutta this Twenty third

day of June One thousand nine hundred and Eighty two

(M. L. Sah)
कम्पनियों का रजिस्ट्रार
Registrar of Companies.



जो एस. सी.
J. S. C. I.

प्रभासमुद्रक-27-10-76-77-भासमुद्रक-(सी-408)-8-9-76-20.000.
MGIPIC-397-Genl. Secy.

Anil Mohan
Singh

JECO EXPORTS & FINANCE LTD.

✓ 227

Director

300
1-8
23-6-82
Name changed to
Jeco Exports and Finance Ltd.
File no. NCT/EN/35005/9386
20983 u/s 214
2235
0 JUN 1982
STAMP AFFIXED BY
THE COMPANIES
STATE SUPPLEMENTARY
CALCUTTA COLLECTORATE
PUBLIC COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
Jeco Exports Limited
816/82
965026
7254

- I. The name of the Company is JECO EXPORTS 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) The Main objects of the Company to be pursued on its incorporation are :-

- To carry on all or any of the business as buyers, sellers, importers, exporters, distributors, agents, brokers, factors, stockists, commission agents, and dealers of engineering goods, machine tools, small tools, metals, alloys, iron, pipe fittings, nuts, and bolts, bicycles and accessories, automobile parts steel and stainless steel and iron products ores and scraps, metallurgical residues, hides, skins, leather goods, furs, bristles tobacco (raw manufactured), hemp, seeds, oils, and cakes, Vanaspati textile fiber and wastes coir and jute and products thereof, wood and timber, bones crushed and uncrushed industrial diamonds, coal and charcoal, glue, gums and resins, ivory lac, shellac manures, pulp or wood rags, rubber, tanning substances, wax, quartz, crystal chemicals and chemical preparations, plastic and linoleum articles, glass and glassware handicrafts, handloom, toys, diamonds, liquid gold, precious stones, ornaments, jewelleries, pearls, drugs and medicines paints, instruments, apparatus and appliances, machinery and mill work and parts thereof, paper and stationery, sports goods textile including decorative hand and machine made, readymade garments, carpets, rugs, druggets artificial silk fabrics, cotton woollen cloth and all sorts of apparels, dressing materials, wigs, belts, belting, cinematograph films, gramophone records, rubber plastic goods starch umbrellas crownrock batteries surgical and musical instruments, marble and hard-ware items traditional calendars, all kinds of books and manuscripts, and electronic products of all kinds, sanitaryware and fittings woollen textiles natural yarn, hosiery and mixed fabrics natural silk fabrics and garments fish and fish products, fodder bran, fruits, nuts cashewnuts, mernels grains pulses flour confectionery provisions alcohol beverage perfumed spirits, spices and tea coffee, sugar and molasses, vegetables and vegetable products, processed foods and packed food products and to act as export agents and purchase and sale representatives to stockists, producers, processing units and units engaged in village industries, home industries, cottage industries, small

A copy of the Certificate of incorporation is attached herewith as required under CL 16(2) and Regulation - 1956.

Anil Mohan
Singh

JECO EXPORTS & FINANCE LTD.
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Director

and medium scale industries and to act as an export house and to carry on any business in any way connected therewith.

2. To carry on the business of importers, exporters, wholesale and retail dealers, manufacturers stockists distributors, commission agents of and in men's, women's and children's clothing and wearing, apparel of every kind, nature and description including shirts, bush-shirts, pyjama suits, vests, underwears, suits, pants, workmen's clothes uniforms, for the army, Navy, Air Force and other personnel foundation garments for ladies dresses, brasseries, maternity belts, knee caps, coats, panties, nighties, hosiery goods of every kind, nature and description socks, stockings, scaters, laces carpets, durries mats, rugs namdas, blankets, shawls, tweeds, linens flannels and all other articles of woollen and worsted materials ~~and of all articles similar to the foregoing or any of them or connected therewith.~~
3. To invest, in acquire buy sell transfer, underwrite subscribe for hold dispose of shares, bonds, obligations, stocks, securities, debentures, debenture stock, issued or guaranteed by any company constituted and carrying on business in India or elsewhere and Government State, dominions, sovereign Central or State commissioners, Port Trust, Public Body or authority, Supreme Municipal Local or otherwise whether in India or elsewhere and to invest Money on personal security or on any other security and generally to lend and advance money to such persons, firms or companies and upon such terms and subject to such conditions as may seem expedient.

(B) Objects incidental or ancillary to the attainment of objects :

1. (a) 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 or description either ready or for forward delivery.
- (b) 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, and to give guarantees, but not amounting to banking.
- (c) To acquire and hold shares, stocks, debentures, debenture stocks, bonds, obligations and securities issued or guaranteed by any Company constituted or business in the Republic of India or elsewhere, and debentures, debenture stocks, bond, obligations, and securities, issued or guaranteed by any government, sovereign ruler, commissioners, public body, or authority, supreme, municipal local or otherwise, whether 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, debentures, 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 transferable by delivery, or by instrument of transfer or otherwise, and either perpetual or terminable and either redeemable or otherwise and to

RECEIVED

[Handwritten signature]

Director

We, the several persons, whose names, addresses and descriptions are subscribed below, 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 to our respective names—

Names, Addresses, Descriptions and Occupations of Subscribers.	No. of Equity Shares taken by each Subscriber	Name, Address, Occupation & Description of Witness.
1. Trishunath Khemka SRI BISHWANATH KHEMKA S/O LATE KESERDEO KHEMKA 15, BRABOURNE ROAD, CALCUTTA-1 BUSINESS	100 (one hundred)	Witness to all signatories. SRI FATEH CHAND BHANSALI 33 CANNING STREET CALCUTTA 700001 CHARTERED ACCOUNTANT.
2. Trishunath Khemka SRI LALIT KUMAR KHEMKA S/O LATE KESERDEO KHEMKA 15, BRABOURNE ROAD, CALCUTTA-1 BUSINESS.	100 (one hundred)	
3. Vocania SRI VISHNU DAYAL KANODIA S/O. LATE KUNJ LAL KANODIA 13/A, N.L. CHATTERJEE LANE, RISHRA, DIST. HOOGHLY, SERVICE.	100 (one hundred)	
4. Jagdish Prasad Bhattacharya SRI JAGDISH PRASAD BHALOTIA S/O SRI KISHORI LAL BHALOTIA 2, RAMNATH SADHU LANE CALCUTTA-7 SERVICE	100 (one hundred)	
5. Manikchand Choraria SRI MANIK CHAND CHORARIA S/O LATE CHAND MULLCHORARIA 32, 32A STREET, CALCUTTA 100	100 (one hundred)	
6. Bangoraj Lal Choraria SRI BANGORAJ LAL CHORARIA S/O MANIK CHAND CHORARIA 32, 32A STREET, CALCUTTA BUSINESS.	100 (one hundred)	
7. Bina K. Choraria BINOD KUMAR CHORARIA S/O MANIK CHAND CHORARIA 32, 32A STREET CALCUTTA BUSINESS.	100 (one hundred)	

Dated, the 8th day of June 1982

700 Seven hundred only



Name changed to
Jeco Exports and
Finance Ltd. vide
no. NCR/CM/25005/23
45.01.20.553 MS 21
14/1/93

STAMP AFFIXED BY

STAMP SUPERINTENDENT
CALCUTTA COLLECTORAT

Asstt Registrar of Companies
पञ्चम दण्ड/व/ THE COMPANIES ACT, 1956

PUBLIC COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

OF

Jeco Exports Limited

8/6/82
965036
28.6.82
k d by
R gist ar

1. Unless the context otherwise requires words or expressions contained in these Articles shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which the Articles become binding on the Company.

Interpretation.

The marginal notes hereto shall not affect the construction hereof and in these presents, unless there be something in the subject or context inconsistent therewith.

"The Act" means the Companies Act, 1956.

"The Company" means JECO EXPORTS LIMITED.

"The Directors" means the Directors for the time being of the Company.

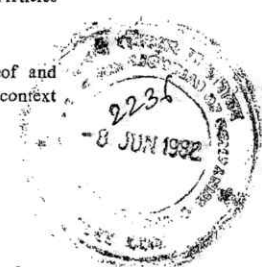
"The Board of Directors" or "the Board" means the Board of Directors for the time being of the Company.

"The Managing Director" means the Managing Director for the time being of the Company.

"The Secretary" means the Secretary, if any, for the time being of the Company.

"The Office" means the Registered Office for the time being of the Company.

"Register" means the Register of Members to be kept pursuant to Section 150 of the Act.



"The Registrar" means the Registrar of Companies, West Bengal.

"Dividend" includes bonus.

"Month" means calendar month.

"Seal" means the Common Seal of the Company.

"Proxy" includes Attorney duly constituted under a Power of Attorney.

"In Writing" and Written include printing, lithography and other modes of representing or reproducing words in a visible form.

Words imparting the singular number only include the plural number and vice versa.

Words imparting persons include corporations.

Table "A" not to apply.

2. Save as reproduced herein the regulations contained in Table "A" the First Schedule to the Act shall not apply to the Company.

Company not to purchase its own Shares.

3. Save as permitted by Section 77 of the Act, the funds of the Company shall not be employed in the purchase of, or lent on the security of, shares of the Company and the Company shall not give, directly or indirectly, any financial assistance, whether by way of loan, guarantee, the provisions of security or otherwise for the purpose of or in connection with any purchase of or subscription for shares in the Company or any company of which it may for the time being, be a subsidiary.

This Article shall not be deemed to affect the power of the Company to enforce repayment of loans to members or to exercise a lien conferred by Article.

S H A R E S

Division of Capital.

4. The share capital of the Company shall be such amount as may be authorised from time to time.

Allotment of Shares.

5. Subject to the provisions of these Articles the shares shall be under the control of the Board who may allot or otherwise dispose of the same to such persons on such terms and conditions, and at such time, as the Board think fit and, if so authorised by the company in General Meeting give to any person the call of any shares either at par or at a premium and for such time, and for such consideration as the Board may think fit. Provided that where at any time (subsequent to the first allotment of shares) it is proposed to increase the subscribed capital of the Company by the issue of new shares, then, subject to any directions to the contrary which may be given by the Company in General Meeting, the Board shall issue such shares in the manner set out in the Section 81 (1) of the Act.

Return of Allotments.

6. As regards all allotments made from time to time the Company shall duly comply with Section 75 of the Act.

Preference shares.

7. Subject to the provisions of Section 80, any preference shares may, with the sanction of an ordinary resolution, be issued on the terms that they are, or at the option of the Company are liable, to be redeemed on such

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

Names, Addresses, Descriptions and Occupations of Subscribers.	No. of Equity Shares taken by each Subscriber	Name, Address, Occupation & Description of Witness.
1. Pranmatta Kheema SRI BISHWANATH KHEMKA S/O LATE KESERDEO KHEMKA 15 BRABOURNE ROAD, CALCUTTA-1. BUSINESS.	100 (one hundred)	Witness to all signatories. Jw CHAIN ROOP BHANSALI SRI FATEH CHAND BHANSALI 133 CANNING STREET CALCUTTA - 700001 CHARTERED ACCOUNTANT
2. SRI LALIT KUMAR KHEMKA S/O LATE KESERDEO KHEMKA. 15, BRABOURNE ROAD, CALCUTTA-1. BUSINESS.	100 (one hundred)	
3. Vinod Kanodia SHRI VISHNU DAYAL KANODIA S/O, LATE KUNJ LAL KANODIA 13/A, N. L. CHATTERJEE LANE, RISHRA, DIST. HOOGHLY. SERVICE	100 (one hundred)	
4. Jaydish Prasad Bhalotia SRI JAGDISH PRASAD BHALOTIA S/O SRI KISHORILAL BHALOTIA 2 RAM NATH SADHU LANE CALCUTTA-7 SERVICE	100 (one hundred)	
5. Manik Chandra Chandra SRI MANIK CHAND CHORARIA S/O LATE CHAND MULL CHORARIA 33, ENNA STREET, CALCUTTA-1 BUSINESS.	100 (one hundred)	
6. Basant Lal Chhabria BASANT LAL CHHABRIA S/O MANIKCHAND CHORARIA 33, ENNA STREET, CALCUTTA-1 BUSINESS.	100 (one hundred)	<div data-bbox="884 1247 1150 1712" data-label="Form"> <p>Company No. 3520 S. ... Company Name Jw. Ex. Pvt. Ls. ... Nature of Business Date of ... Document No. MS. 18 ... Date Registered ... PREPARED BY ... DESTROYED BY ... Addl. Registrar of Companies, West Bengal, Delhi.</p> </div>
7. Bindu Kumar Chhabria BINDU KUMAR CHORARIA S/O MANIK CHAND CHORARIA 33, ENNA STREET, CALCUTTA-1 BUSINESS.	100 (one hundred)	

700 Seven hundred only.