

MEMORANDUM OF ASSOCIATION
OF
WIM PLAST LIMITED

THE COMPANIES ACT, 2013

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION
OF
WIM PLAST LIMITED

- I. The name of the Company is WIM PLAST LIMITED.
- II. The Registered Office of the Company will be situated in the U.T. of Daman.
- III. The Objects for which the Company is established are:
- (A) THE MAIN OBJECT OF THE COMPANY TO BE PERSUED BY THE COMPANY ON ITS INCORPORATION :**
1. To carry on business of manufacturing, processing, extrusionioning, moulding, colouring, dipping, assembling, exporting, importing, buying, selling, leasing, dealing, as agents, distributors, and dealers in plastic materials, articles, goods, products, substances, appliances, apparels, containers, packing materials, toys, bottles, footwears, furnitures, pipe and fittings, bangles, storage tanks, made from plastic, plastic material, resins, rubber and allied materials including polythelene, cellulose, acetate moulding powder, polysterene , PET polyving chloride polycarbonate, polypropylene and copolymer epoxy resins composites, thermosetting. thermoplastic materials, polyol, isocyanate or from other materials or combination of the same and to *be* used by consumers, industrial, household, government, commercial, railway or for defence needs and purposes.



2. To carry on all or any of the business of manufacture, design, assemble, fabricate, producers, importers and exporters, processors, buyers, sellers, stockists, suppliers and distributors, dealers, instal, service, convert, maintain, repairers and workers in all kinds of engineering tools, plastic moulds, dies, press tools, mould bases, pillar die sets, accessories, spares, die making machineries, die rectification machineries, maintenance equipments, tool assembly shop machineries and other allied tools, surface coating machineries and equipments including plastic powder coating, welding, quality control, plastic scrap reprocessing, finishing, printing, marking and packaging equipments, instruments and machineries, automotive, vehicular, industrial, consumer, packaging and building products of plastics.

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

3. To render consultancy services for manufacturing, processing of plastic products, insulated plastic ware, plastic household articles and articles made thereof including any elementary, intermediate consisting of any or all foregoing products.
4. To enter into contracts, agreements, and arrangements with any other Company, firm or person for the carrying out by such other Company, firm or person on behalf of the Company of the objects for which the Company is formed.
5. To manufacture all types of packing materials including the printing, made out of paper, paper-pulp, glass, tin, aluminium, plastic, synthetic rubber, wood, wood-pulp, Cotton-pulp and or any other materials capable of being used in the packing of goods manufactured by the Company.
6. To buy, sell, exchange, install, work, alter, improve or export and otherwise deal in all kinds of plant, machinery, wagons, rolling stock, apparatus, tools, utensils, necessary or convenient for carrying on any of the business which the Company is authorised to carry on.
7. To produce gas and electricity necessary for the purposes of the business of the Company and to process all products resulting from or ancillary to such production.

***Clause III(A)(2) inserted by passing a Special Resolution by the members at the Annual General Meeting held on 10th August, 2019.**



8. To procure all material instruments and know-how and spares and training for-staff necessary for the marketing from such source as may be convenient and economical.
9. To export and import goods -and to support, maintain, increase and promote the exports and imports of goods referred to in these presents by such methods as may be necessary or expedient or without prejudice to the generality of these premises by undertaking market search, studies in foreign countries, opening foreign offices, appointing representatives, agents in foreign markets for the purpose of continuously and regularly reporting the prices, conducting propaganda, participating in fairs and exhibitions and advertising regularly and continuously so as to bring to the notice of the dealers, customers and public in foreign countries about the goods of the Company, to communicate and get itself registered with export promotion councils, Chambers of Commerce and other mercantile and public bodies in India and promote measures for the promotion and advancement of import and export of the goods referred to in these presents.
10. To enter into agreements, contracts and arrangements with any person or persons whether Indians or foreigners, firms, companies or bodies corporate and with the Government or any local body or authority whether Indian or foreign for technical, financial, selling, or any other collaboration or assistance for carrying out all or any of objects of the Company.
11. To let, lend, mortgage sell or otherwise dispose of the undertaking, property, assets, rights and effects of the Company or any part thereof either absolutely or conditionally and either solely or jointly with others, including house, lands, farms, water-rights way lease and other works, privileges, rights and any machinery, plants trademarks, and other moveable and immoveable property of any description in India or elsewhere in the world.
12. To purchase, construct, develop, take on lease or on annual tenancy or in exchange, hire or otherwise acquire any immoveable or moveable property and rights or privileges which the Company may think necessary or convenient for the purpose of its business and, in particular any land, buildings, shops, warehouses, easements, machinery, plant and stock-in-trade, and either to retain any property and rights, or privileges for the purpose of the Company's business or to sell, or give on lease or otherwise, or to turn the same to account as may seem expedient.



13. To establish, promote and form and to be interested in acquiring, subscribing, holding and disposing of shares in other companies and to transfer to any such company any property of the Company and to acquire, subscribe, hold and dispose of shares, debentures, and other securities in or of any such Company and to subsidise, or otherwise to assist such Companies.
14. To pay for any properties, rights, or privileges acquired by this Company either in shares of the Company or partly in shares and partly in cash or otherwise and to give shares or stocks of this Company in exchange for shares or stocks of another Company.
15. To search for, develop, apply for purchase and otherwise require and protect and renew in part of the world patents, designs, trade names, trade emblems and also to search for and to purchase or otherwise acquire from any Government State or local authority and to use, exercise or grant any licences, grants, decrease, rights, powers, and privileges, whatsoever as may seem to the Company capable of being turned to account and to work, develop, carry out, exercise and turn to account the same.
16. To enter into technical and financial collaboration with foreign or Indian Collaborators for all the above objects.
17. To send, depute or sponsor technical or other personal so selected for training in any part of the world, if necessary.
18. To carry on research, market studies, to assess and gauge reaction of market and public. To conduct studies to improve service to customers and to suggest ways and means to improve them.
19. To appoint agents and constitute branches of the Company in India or elsewhere including the power at any time and either temporarily or permanent terminate and close any such agencies or branches.
20. To enter into partnership or arrangements, for sharing of profits, amalgamation, union of interest, co-operation, joint venture, reciprocal concession or otherwise with any person, firm or Company carrying on or engaged in or about to carry on or engaged in similar business or transaction and to lend money, to guarantee the contracts of or otherwise assist any such person, firm or Company and to acquire and hold shares or securities of any such person firm or company and to sell, hold, reissue with or without guarantee or otherwise deal with the same.



21. To amalgamate with any company or companies having object either wholly or in part similar to those of this Company.
22. To procure the incorporation, registration or otherwise the recognition of the Company in any country, State or place and to establish and regulate agencies for the purpose of the Company's business and to apply or join in applying to any Parliament, Legislature, Government, Local Municipal or other Authority or Body, Indian or Foreign, under any acts of parliaments, laws, regulations, decrees, concessions, orders, rights or privileges that may seem conducive to the company's to the Company's interest.
23. To open Bank accounts of all nature including overdraft accounts and to operate the same and to draw, make, accept, endorse, discount, negotiate issue and transfer Hundies, Bills of Exchange, promissory Notes, Warrants, Bills of Lading and other negotiable instruments in connection with the business of the Company.
24. To borrow or raise money or to receive money on deposit or loan at interest or otherwise in such manner as the Company may think fit and in particular by the issue of debenture-stock either without any securities or with security or perpetual or otherwise including debentures or debenture-stock convertible into shares of any such money so borrowed raised or received and to mortgage, pledge or charge whole or any part of the property, assets or revenue of the Company, present or future, including its uncalled capital by special assignment or otherwise or to transfer, to convey the same absolute or in trust and to give the lenders power of sale and other powers as may seem expedient and to purchase redeem or pay off the same provided that the Company shall not carry on banking business as defined in Banking Regulation Act, 1949, and subject to provisions of Section 58A and directives of Reserve Bank of India.
25. To lend, invest or otherwise employ the money belonging to or entrusted to the Company and not immediately required for the purpose of the Company upon securities and shares or other moveable or immoveable property or without security, upon such terms and such conditions as the Company may think fit.
26. To create any depreciation fund, reserve fund, sinking fund, insurance fund or any other special fund, whether for depreciation or for repairing, improving extending or



maintaining any of the property of the company or for any other purpose conducive to the interest of the Company.

27. To pay all the cost, charges and expenses of and incidental to the promotion, formation, registration and establishment of the Company and the issue of its capital including any brokerage and underwriting commission thereon.
28. To establish and support or aid in establishment and support of associations, institutions, funds, trusts, and conveniences calculated to benefit employees or ex-employees of the Company or their other dependants or relatives or such persons, and to grant pensions allowances and gratuities and to subscribe or guarantee money for charitable or benevolent objects for any exhibitions or for any public general useful object.
29. To provide for the welfare of employees or ex-employees of the Company and to wives, widows and families or dependents or connections of such persons by building or contributing to the building of houses, dwellings or chawls or by grant of moneys pensions, allowances, bonus or the payments or to create or from time to time subscribe or contribute to provident funds and other associations, institutions, funds or trusts and to provide for or subscribe or contribute towards places of instruction and recreation, hospital and dispensaries for medical and other well-being of the employees and their dependents as the Company shall think fit.
30. To subscribe or contribute or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national or other institutions or objects which shall have any moral or other claim to support or aid by the Company, either by reasons of locality or public and general utility or otherwise.
31. To place as reserve or to distribute as bonus shares among the members or otherwise to apply as the Company may from time to time think fit, any money received by way of premium on shares or debentures issued at a premium by the Company and any moneys received on forfeited shares and money arising from the sale by the Company of forfeited shares.
32. To accumulate capital from the profits of the Company and to use and appropriate the same for any of the Company's purposes either conditionally or unconditionally.
33. To distribute any of the property of the Company amongst the



members in specie in the event of winding up of the Company, subject to the, provision of Companies Act, 2013.

34. To establish regional, provincial or other subsidiary bodies for such geographical or administrative areas as may be determined from time to time by the Company.
35. To develop and turn to account any land acquired by or in which Company is interested and in particular by laying out and preparing the same for building purposes.
36. To construct, maintain, enlarge, alter and demolish any building sheds, hangers and structures of every kind and machinery or work necessary or convenient for the purpose of this Company.
37. To remunerate or make donations in cash or other assets or shares, debentures, debenture-stock or securities of this or any other Company or in any other manner whether out of the Company's capital or profits or otherwise to any person or persons, firm or Company, for services, rendered or business to be rendered or in introducing any property or business to the Company, in placing or assisting to place or guaranteeing the subscription of any shares, debentures, debenture-stock or other securities of the company, or for any other purposes which the Company may think proper.
38. To acquire by lease, licence, grant, purchase, amalgamation, barter, assignment, transfer or otherwise any grants or concessions of any mineral, lands, farms, mineral contracts, quarries water-rights, works and premises from any person or persons firm or corporation, government or municipality in India or elsewhere and to perform and fulfil the conditions thereof and to crush, win, get, quarry, smelt, calcine, refine, dress amalgamate, manipulate and prepare for market ore metal and mineral substances of all kinds, and to carry on any other metallurgical operations which may seem conducive to any of the objects of the Company.
39. To sink shafts and wells, lay down pipes, open out quarries, construct, purchases, lease or enter into (either, alone or jointly with others and either with or without the concurrence of owners or other persons interested in land adjacent to or in the vicinity of the Company's land) contracts, engagements, or arrangements.
40. To prospect, examine and explore any territories and places in



India and elsewhere, and to employ and equip expenditures, commissions, experts and other agents therefor.

41. To form to constitute and promote or join in promoting companies, associations and undertakings of all kinds.
42. To enter into arrangements with any Government Authority, municipal, local or otherwise, that may seem conducive to the Company's object or any of them, and to obtain from any such Government or authority any rights, privileges and concessions which the Company may think desirable to obtain to and to carry out exercise and implement, any such arrangements, privileges and concessions.
43. To carry on business or research activity (whether manufacturing or otherwise) which may seem capable of being conveniently carried on in connection with the Company's main objects or which may be conducive to the attainment of the above objects.

The Directors may at their discretion in order to implement any of the above mentioned objects or purposes transfer without consideration or at such fair or concessional value as they may think fit and divest the ownership of any property, of the company to or in favour of any public or local body or authority or central state government or any public institution or trust or fund as the Directors may approve.

In the construction of these presents unless the context otherwise requires :

- (a) The singular number shall include the plural and vice versa;
- (b) The word "Company" (save when used with reference to this Company) shall be deemed to include any partnership or other body or association of persons whether incorporated or not wherever-domiciled.
- (c) The objects set forth in each of the great changes of Paragraph III here by shall have the widest possible constitution shall extend to any part of the world.
- (d) Subject to the provisions of the Companies Act, 2013 the objects set forth in any clause of sub-paragraph C above shall be independent and shall be in no way limited or



restricted by reference to or inference from the terms of any of the clause of sub-paragraph A or by the name of the Company. None of the Clauses in sub-paragraph C or the objects therein specified or the powers thereby conferred shall be deemed subsidiary or auxiliary merely to the object mentioned in any of the clauses of sub-paragraph A;

- (e) Nothing in this paragraph shall authorise the Company to do any business which may fall within the purview of the Banking Regulation Act, 1949 or the Insurance Act, 1938.

IV. The Liability of the Members is Limited.

V. The Authorised Share Capital of the Company is Rs. 14,00,00,000/- (Rupees Fourteen Crores Only) divided into 1,40,00,000 (One Crore Forty Lacs) Number of Equity Shares of Rs. 10/- (Rupees Ten Only) each with power to increase or decrease the capital and divide the shares in the Capital for the time being into several classes and to attach thereto respectively such ordinary, preferential qualified or special rights or privileges and conditions in such manners as may for the time being, provided by the regulations of the Company and as permissible under the statutory provisions in force.

***Clause V amended by passing an Ordinary Resolution by the members at the Annual General Meeting held on 26th August, 2016.**



We, the several persons, whose names, addresses and occupations are hereunder 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 our respective names.

Name, Address, Description and Occupation of Subscriber	Number of Equity Shares taken by each Subscriber	Signature of Subscriber	Signature of Witness and his name, address, description and occupation
PRADEEP G. RATHOD S/O. Ghisulal D. Rathod 120, Jawahar Nagar, Goregaon (W), Bombay-400 062. BUSINESS	100 [One Hundred]	Sd/- (Pradeep G. Rathod)	WITNESS TO ALL Sd/ KHUBILAL RATHORE 408 C, Niranjan Marine Drive, Bombay - 400 002. (CHARTERED ACCOUNTANT)
PANKAJ G. RATHOD S/O. Ghisulal D. Rathod 120, Jawahar Nagar, Goregaon (W), Bombay-400 062. BUSINESS	100 [One Hundred]	Sd/- (Pankaj G. Rathod)	
TOTAL...	200 (Two Hundred only)		

BOMBAY, DATED : THIS 18TH DAY OF AUGUST, 1988