THE COMPANIES ACT, 1956

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

MOHIT INDUSTRIES LIMITED

I. The Name of the Company is **MOHIT INDUSTREIS LIMITED**

II. The Registered Office of the Company will be in the State of Gujarat.

III. The objects for which the Company is established are :

(A) The Main to be by the Company on its incorporation are :

1. To carry on the business comprising of all or any of the activities connected with the converting of manmade or natural fibres or fibrous substances into the wearing apparels or textile products.

2. To carry on all or any of the business of manufacturing, Weaving, Knitting, Crimping, Texturising, Twisting, doubling, Spinning, Ginning, Combing, Conning, Sizing, Processing in any manner, Purchasing, Selling, Importing, Exporting, distributing, acting as buying or selling agents or generally dealing in Yarns, fibres and fabrics of all kinds of whatsoever description like synthetic, cotton, wool, silk, art-silk, flax hemp, nylon, polyester, acrellic, Viscose, Polyproplene, teriene, lined, canvas and all other kinds of fibrous material and substances.

3. To carry on all or any of the business of dyeing, printing, sanforising, sizing, bleaching, mercerising, washing, chiffon, rayon, shoddy, jute and fabrics or textile products whether manufactured on power looms or in textile mills or other factories.

4. To construct, purchase, take on lease, erect or otherwise acquire, establish and equip, act as collaborators, technicians, financiers, managers, administrator, consultant and to carry on the business of running all type of hotels, motels, holiday camps, guest houses, restaurants ,Canteen, caterers, cafes, taverns, subject to law pubs, bars, beer houses, refreshment rooms and lodging or apartments, house-keepers, night clubs, discotheques, swimming pools, health clubs, baths, dressing rooms, licensed wine, beer and spirit merchants, exporters, importers of aerated, mineral and artificial water and other drinks, purveyors, caterers for public amusement generally to equip and furnish any property for purpose of letting or hiring the same to visitors or guests whether in single or double rooms, suites, chalets, cottages or otherwise.

5. To manufacture and deal in Aerocon Sandwiched Panels/Aerocon Blocks (Aerated Autoclaved Concrete Bricks) using Cement, Fly ash, Expanded Polystyrene Beads, Chemicals and mix of Sillicaceous and Micaceoas and such other material as is found technically suitable for manufacture of these products to do the business as manufacturers, producers, merchants and dealers in stone, sand, lime, bricks, cement, timber, wood, hardware and other building materials.

6. To carry on India or elsewhere in the world the business of Manufacturer, retailers, online-sales, wholesalers, exporters & importers of all types of footwear, Sports Shoes, boots, shoes, leather shoes, bags, equipments for manufacturing footwear Components and accessories, moulds, boot tress, laces, buckles, rivets, eyelets, shanks, shoe hams, leggings, boot polishes, rubber goods, leather good, plastic goods and to establish, maintain, manage, prepare, process, coat, transport, refine, recover, improve, recycle, reclaim, utilize, extract, finish, import, export, buy, sell, market, install, survey, estimate and acquire retail stores, chain stores, exclusive stores and to enter into tie ups and other arrangement for selling, marketing, distributing and retailing of all types of footwear and footwear accessories and other consumer product of similar nature and description.[1]

(B) The Objects Incidental or Ancillary to the Attainment of the Main Objects are :

7. To do all or any of the activities as mentioned in the main objects of the Company on its own or to get the same done from outsider on job work basis and to do the same on behalf of others on job work basis.

8. To acquire and take over, by purchase or on lease or otherwise and to undertake the whole or any part of the business together with the goodwill, trade name, property, and liabilities of any person or company carrying on or proposing to carry on any business which the company is authorised to carry on and to pay for the same by Shares, debentures, bonds, cash or otherwise and to conduct and carry on or liquidate and wind up any such business.

9. To take on lease or hire purchase or to acquire by licence or otherwise any plots, lands, rights over or in connection with lands, Buildings, Factories, Mills, Shops, work-shops, Showrooms, Plants, Machineries, apparatuses, tools and equipments, stock in trade, patent, invention, trade mark rights and movable or immovable property of any description which may be deemed necessary or convenient for any of the objects which the company is authorised to carry on.

10. To purchase, build, erect, develop, improve,-take on lease or exchange, hire or otherwise acquire any movable or immovable property including land, building, house, offices, workshops, machines, tools, plants, implements, patterns, stock in trade, patents or any rights or privileges that the company may think necessary or expedient for the purposes of the business of the company on such terms as may be deemed proper and to sell, improve, develop, exchange, lease, mortgage, dispose off, turn to account or otherwise deal with all or any part of the property and rights of the Company.

11. To Exchange, sell, convey, mortgage, assign or let on lease or transfer or otherwise dispose off the whole or any part of the property (whether movable or immovable) or business or undertaking of the company or may part thereof and to accept as consideration for or in lieu thereof other property or cash or Government securities, issued by the Government of India or provincial or other state Government of Municipal, Port-trust, Railway or other authorities or shares, debentures, stocks, bonds or securities of any joint stock company having objects similar to those of the company or such other property or securities as may be determined by the company and to take or re-acquire and property so disposed off for such price or prices and on such terms and conditions as the company may think fit.

12. To acquire or amalgamate with any other company in any part of the world whose objects are similar to any objects or object of this company or whose business is similar to the business or any part of business of this company.

[1] Point No. 6 object clause approved by the shareholder through Postal Ballot, result of Postal Ballot declared and passed on dated 29th September, 2014.

13. To promote, form or register and aid incur in establishing or promoting any company or companies, subsidiary or otherwise, for the purpose of acquiring all or any of the property, rights and liabilities of the Company or for any other purpose which may seem directly or indirectly calculated to benefit the Company to place or guarantee the placing of, underwrite, subscribe for or otherwise acquire all or any of the shares, debentures or other securities of any such other Company, for all or any of the objects mentioned in this Memorandum and to subsidize or otherwise assist any such company.

14. To enter into partnership or into any arrangement for sharing profits, union of interest, 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 engaged in or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company, and to lend money to, to guarantee the contracts of or acquire ' shares or securities of any such persons and to sell, hold, re-issue with or without guarantee the same.

15. To apply for, obtain, purchase or otherwise acquire any patents, copy-rights, licenses, concessions, inventions, trademarks, processes and the life-conferring any exclusive or non-exclusive, limited or unlimited right to use any invention, process or privilege which may seem capable of being used for any of the purposes of the Company or the acquisition of which may seem, directly or indirectly to benefit the Company and to work, use exercise, develop or grant licences, in respect of or otherwise turn to account the property, rights, or information so acquired.

16. To enter into any contracts, agreements or other dealing in the nature of technical or financial collaboration or otherwise for the more efficient conduct of the business of the Company or any part thereof and to pay such remuneration, royalties or fees as may be agreed upon and be permissible under law and otherwise to compensate the party or the parties concerned for the services rendered by them and also arrange for, purchase or supply of machinery from any part of the world on Credit or for cash or on deferred payment terms.

17. To enter into any joint venture arrangement with any Indian residing abroad or with any foreign national for the financial arrangement with the permission of Government.

18. To borrow moneys or take loans from Banks, state financial Corporations, other financial Institutions persons, firms or companies to finance any of the projects of the company, in full or in part, or to finance the working capital requirements of the company, on such terms as may be thought fit; and-to secure the same by any of the movable or immovable assets (Present and future) of the Company.

19. To establish, own, acquire, run, supervise, manage or control laboratories, research stations, factories and auxiliaries for providing the raw materials and facilities for and in connection with its manufacturing projects.

20. To receive money for financing the business of the Company on deposit or loan upon such terms as may be thought fit subject to provisions of Companies Act, 1956.

21. To borrow, raise or secure the payment of money in such manner as company shall think fit and in particular by the issue of debentures or debenture stock, perpetual or otherwise, charged upon all or any of the company's property (both present and future) including its uncalled capital and to purchase, redeem and pay off any such securities.

22. To lend money on mortgage of immovable property or on hypothecation or pledge or movable property or without securities to such persons or companies and on such terms as may deem expedient but not amounting to banking business as defined under the Banking Regulation Act, 1949.

23. To invest and deal with the moneys of the company not immediately required upon such terms and conditions and in such manner as may from time to time be determined and particularly by way of advance or deposit with or without interest to or with any Bank, Corporation, person or persons.

24. To give guarantee for the performance or discharge of any obligations, liabilities, duties or the payment of moneys by any person including firms, companies and governments and to give indemnities.

25. To issue and deposit any security which the company has power to issue by way or mortgage or charge for the performance of any contracts or obligations of the company.

26. To open account with any Bank or banks or bankers and to deposit moneys therein and to draw cheques or otherwise withdraw moneys from such account and generally operate same (whether overdraw or not) as may be required for any of the objects or purposes of the company.

27. To draw, make, accept, endorse, discount, negotiate, execute, issue, assign and otherwise deal with cheques, drafts, bills of exchange, promissory notes, bills of lading, letter or credit, delivery orders, hundies, warrants, debentures, bonds, railways and transport receipts, warehouse keeper's certificate and other negotiable, commercial or mercantile or transferable instruments connected with the business of the company.

28. Subject to the provisions of the Companies Act, 1956 to place to reserve or to distribute as dividends or bonus share among the members or otherwise to apply any money received by way of premium by the Company and any received in-respect of dividends accrued on or arising from the sale of forfeited shares:

29. To create any depreciation fund, reserve fund, sinking fund, insurance fund, education fund or any other special fund or reserves whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company or for redemption of debentures or redeemable preference shares or for any other purposes conducive to the interest of the Company.

30. To enter into any arrangements with any Government or authority, supreme, national, municipal, local or otherwise that may seem conducive to the company's objects or any of them and to obtain from any such government or authority all rights, concessions and privileges which the company may think desirable to obtain and to carry out, exercise and comply with and such arrangement, right, privilege and concession.

31. To make donations and give gifts either in cash or in kind to individuals or companies in appreciation of the services rendered to the cause & of the company or subscribe, contribute and grant money for any national, charitable, benevolent, public, general or useful objects of a public character, the support of which will in the opinion of the company, tend to increase it's repute or popularity among its employees, its customers or the public but not amounting contribution to any political party under any circumstances.

32. To remunerate any person, firm or company for services rendered or to be rendered in placing or assisting to place or guaranteeing the placing of any of the shares in the company's capital, any debentures, debenture stock, or other securities of the company of the conduct of its business.

33. To establish and maintain agencies or appoint, representatives, commission agents, distributors, salesmen, Travelers, canvassers in India or abroad for sale,' purchase, exchange, distribution for any one or more objects of the company and to regulate and discontinue the same.

34. To spend money in exploiting, 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 in connection with its business and to establish, equip, provide, maintain, and conduct research and other laboratories connected with the company's business.

35. To deal in by'-products or waste resultant in manufacturing and processing of all types of products and to further process and use as raw materials to all such by-products and wastage.

36. To distribute any of the property of the company amongst the members in specie in the event of winding up subject to the provisions of Companies Act, 1956.

37. To appoint attorneys and agents whether on commission or otherwise and sub agencies of the company in India or elsewhere.

38. To allot shares in the company to be considered as fully or partly paid up in payment of any property of whatever description which the company may acquire, or in exchange of services rendered to the Company or for technical**,** know how or goodwill obtained by the Company.

39. To pay out of funds of the company the cost and expenses of and incidental to promotion, formation, establishment and registration of the company.

40. To provide for the welfare of the employees, or ex-employees or directors or ex-directors of the Company and the wives, widows and families of such persons by building houses, chawls, or by grants of money, pensions, gratuities, allowance: bonus, profit sharing bonus or benefits or other payments or by providing or subscribing towards schools, place of instructions and recreations and hospital, dispensaries, medical and other attendance ' and other assistance.

41. To do all or any of the above things in any part of the world as principals, agents, contractors, trustees and by or through trustees, agents and either alone or in conjunction with others.

42. To manufacture or otherwise deal in all types of Gums, resins, colors, Dyes and chemicals.

(C) OTHER OBJECTS:

43. To design, fabricate, assemble, manufacture and deal in all the plants, machineries, equipments, accessories, apparatus, tools, spare parts, raw materials ,colors, Chemicals, required in textile industry and allied industries:

44. To carry on the business -of stock/share brokers, financial consultants, Engineering consultants, lessors and also render services as-undertakers, managers to the issue, Registrars to the issue and Electronics Data Processors.

45. To set up steel furnace and continuous casting and rolling mill plant for producing steel and alloy steel ingots, steel and alloy steel billets, and all kinds and sizes of the re-rolled sections i.e. flats, angles, rounds, squares, hexagons, octagons rails, joints, channels, strips, sheets, plates, deformed bars, plain & cold twisted bars, bright bars, shaftings and steel structural.

46. To carry on all or any of the business of manufacturers, processors, importers, exporters or dealers in all kinds of ferrous and non-ferrous materials meant for any industrial use whatsoever and to carry on the business in cold or hot rolling, re-rolling, slitting, edge milling, sheeting, stamping, pressing, extruding, forging, drawing, flatterning, straightening, heat treatment of all kinds of steels and other metals.

47. To do the work of cultivating, growing, producing or dealing in all kinds of agricultural products, crops, vegetables and for that purposes to buy or sell any agricultural lands or to do the research and surveys in respect of prosperousment and development of agriculture and to generally carry on all or any of the business of farmers, dairy-men, milk contractors, dairy farmers, poultry farmers and agriculturists.

48. To carry on all or any of the business of builders, building contractors, constructors, architects, decorates, designers, construction organisers and for that purpose to do the business as manufacturers, producers, merchants and dealers in stone, sand, lime, bricks, cement, timber, wood, hardware and other building materials.

49. To carry on the business of land organisers, development of lands, dealing industrial or non-industrial plots, estates, building, properties and for that purpose to buy, sell, lease, let out, give on license, become tenant or otherwise deal in lands, buildings, estates or any movable or immovable property or any rights, title or interest therein.

50. To carry on the business as stockists, commission agents, importers exporters, factors, distributors, suppliers or dealers in all kinds of machineries, plant, stores, equipments, electrical goods, engineering goods, automobiles, automobile ancillaries, electronics, cosmetics, dyes, chemicals, food-stuffs, drugs, medicines, textiles, yarns, rubber goods, plastic goods, insecticides, acids, petroleum products, fertilizers, colors, paints, ball-bearings apparatus, pigments minerals, toilet requisites and materials as the company may conveniently carry on as per the objects of the company.

51. To carry on the business as financiers, or money lenders and to lend, advance or deposit money with or without securities and to give guarantee for the performance of any obligation or contract or for the payment of any loan.

52. To carry on the business of manufacturing, processing, producing, coating, laminating, extruding, designing, processing in any manner, purchasing, selling, importing, exporting and generally dealing in all kinds of plastic blown or extruded materials, P. V. C., L. D. P. E., Polythene and other plastic materials and rubber goods.

53. To carry on the business of leasing, hiring, letting or selling on hire purchase schemes any plants, machineries, equipments, tools, stores, engineering goods, electrical goods, electronics or lands, buildings or any other movable or immovable Property.

IV. The liability of the Members of the Company is limited.

V. The Authorised Share Capital of the Company is Rs. 250,000,000/- (Rupees Twenty Five Crores only) divided into 25,000,000 (Two Crore Fifty Lakhs only) Equity Shares of Rs. 10/- (Rupees Ten Only) each with the rights, privileges and conditions attaching thereto as provided by the Regulations of the Company for the time being, with power to increase and reduce capital for the time being, into several classes and to attach thereto respectively such preferential deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the regulations of the company, and to vary modify or abrogate any such rights, privileges or conditions in such manner as may for the time being provided by the regulations of the company.[2]

[2] Members approved the resolution passed to increase the Authorized Share Capital from Rs. 15,00,00,000 (Rupees Fifteen Crore) divided into 1,50,00,000 (One Crore Fifty Lakhs) Equity Shares of Rs. 10/- each to Rs. 25,00,00,000 (Rupees Twenty Five Crore) divided into 2,50,00,000 (Two Crore Fifty Lakhs) Equity Shares of Rs. 10/- each at the 30th Annual General Meeting and result was declared and passed on dated 28th September, 2020.

We the Several persons, whose names, addresses 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 our respective names:

Sr No.	Names, Addresses, Description & Occupation of each Subscription	Signatures	No. of Equity Shares	Signatures Witness with name description and Occupation
1.	**NARAYAN** S/o Shri Sitaram Saboo Rajasthan Commercial "Kamala Smruti" Zampa Bazar, SURAT-3, (GUJARAT) BUSINESS	Sd/-	10 (TEN)	**Ramesh kumar Malpani** Son of Badri Prasad Malpani Shop No.145,451,-Textile Market, Ring Road, Surat-395002. (Gujarat) Chartered Accountants
2.	**SITARAM** S/o Shri Nandlal Saboo Rajasthan Commercial "Kamala Smruti" Zampa Bazar, SURAT-3, (GUJARAT) BUSINESS	Sd/-	10 (TEN)	
		Total	20 (Twenty)	

Place: **SURAT**

Dated this **2nd** day of **FEBRUARY, 1991**