

कम्पनी नं. 15554



Certificate for Commencement of Business

व्यापार प्रारम्भ करने का प्रमाण-पत्र

Pursuant to section 149 (3) of the Companies Act, 1956

कम्पनी अधिनियम १९५६ की धारा १४९ (३) के अनुसरण में

I hereby certify that the HARIG CRANKSHAFTS LIMITED

में एतद द्वारा प्रमाणित करता हूँ कि

हरिग क्रैंकशाफ्ट्स लिमिटेड

which was incorporated under the Companies Act, 1956 on

जो कि कम्पनी अधिनियम, १९५६ के अन्तर्गत पंजीकृत की गई थी दिनांक 26 वैशाख, 1905

the SIXTEENTH day of APRIL 19 88

and which has filed a duly verified declaration in the

और जिस ने कि यथावत् निर्धारित प्रपत्र में सत्यापित घोषणा पत्र प्रस्तुत

prescribed from that the conditions of section ~~149(1) & 149(2)~~

कर दिया है कि उस ने धारा ~~१४९(१) & १४९(२)~~ / १४९ (२) (क) से (ग)

149 (2) (a) to (c) of the said Act. have been complied with, is entitled

की सभी शर्तों का अनुपालन कर दिया है, अतः व्यापार आरंभ करने का

to commence business.

अधिकारी है।

Given under my hand at NEW DELHI

मेरे हस्तक्षर से आज दिनांक 8 कार्तिक, 1906

this THIRTIETH day of OCTOBER

One thousand nine hundred and EIGHTY FOUR

को जारी किया गया।



Harish Mathur

(H. MATHUR)

Register of Companies

कम्पनी रजिस्ट्रार

दिल्ली एवं हरियाणा



प्रारूप • पाई • पार •

Form I. R.

निगमन का प्रमाण-पत्र

Certificate of Incorporation

चं०...15554...वा.सं. 1905
No...15554...of 19...83-84

मैं एतद् द्वारा प्रमाणित करता हूँ कि आज...हरि म. क्रेन्कशाफ्ट्स...
लिमिटेड...

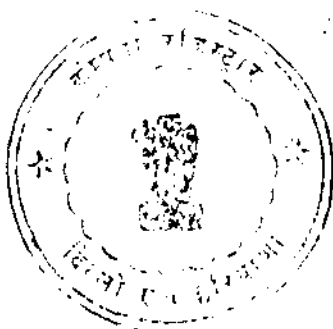
कम्पनी अधिनियम 1956 (1956 का 1) के अधीन नियमित की गई है और यह
कम्पनी परिसीमित है ।

I hereby certify that...**HARIG CRANKSHAFTS 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. 26 अप्रैल, 1905 को दिया गया ।

Given under my hand at...**NEW DELHI**...this...**SIXTEENTH**
day of...**APRIL**...One thousand nine hundred and...**EIGHTY-THREE**



[Signature]
16/4/5

सुरज कपूर
कम्पनी रजिस्ट्रार
Socraj Kapoor
Registrar of Companies
DELHI & HARYANA

(THE COMPANIES ACT, 1956)
(PUBLIC COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION

OF

Harig Crankshafts Limited

- I. The Name of the Company is :- **HARIG CRANKSHAFTS 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 MAIN OBJECTS TO BE PURSUED ON ITS INCORPORATION :**
 1. To research in, develop, engineer, design, manufacture, contract, sell, install, service, repair and maintain or otherwise deal in the manufacture/conversion of Forgings for Crankshafts, Front Axles for Tractors, Cars, Trucks, Buses and other Automobiles.
 2. To research in, develop, design, engineer, manufacture, contract, install, service, maintain and sell Raw Forgings as well as in machined form and to otherwise deal in regulating equipment/Plant, instruments and controls including Toolings, Fixtures Gauges required to be used in the process of manufacture of Forgings/machining of the same.
 3. To research in, develop, design, manufacture, sell, contract, install, service, repair and maintain engineering equipment of all types, categories and description electrical, mechanical, construction, agricultural, electronics, metallurgical including computers, automotive hydraulic machine tools, special purpose machines, Die Sinking Machines, Components, parts and accessories and fittings and things used in the manufacture of these equipments in any stage or degree of manufacture process or refinement thereof.
 - (B) **OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS:**
 1. To manufacture, buy sell, exchange, alter, improve, manipulate, prepare for market or otherwise deal in all kinds of plant, machinery, apparatus, sustances, materials, articles and things necessary or convenient for the carrying on any of the business or processes of the Company or usually dealt in by persons engaged in the like business or process.
 2. To acquire and take over, as going concern business of any Company, firm or association with its assets and liabilities and other belongings relating thereto carrying on business which this Company is authorised to carry on as per and in terms of agreement to be executed between Vendors and the Company and to adopt take over and give effect to the said agreement. Provided further that such agreement shall specially provide for take over the liabilities of the Firm/Company/Association/Undertaking for all secured loans whether from Bank or from Financial Institutions on the same terms and conditions as applicable at present before taking over and should further provide for rectification of the same by the Company after its commencement under intimation to respective banks or financial institutions.
 3. Subject to the provisions of Section 58A and 292 of the Companies Act, 1956 and the regulations made thereunder and directions issued by RBI to borrow, raise or secure the payment of money or to receive money on deposit at interest for any of the purposes of the company and at such time or times and in such manner as may be thought fit and in particular by the issue of debentures or debenture-stock, perpetual or otherwise, payable

to bearer or otherwise including debentures or debenture-stock convertible into shares in this or any other Company or perpetual annuities and as security for any such money so borrowed, raised or received or of any such debentures or debenture-stock so issued to mortgage, pledge or charge the whole or any part of the property and assets of the Company present and further including its uncalcd capital by special assignment or otherwise or to transfer, to convey the same absolutely and to give the lenders power of sale and other powers as may deem expedient and purchase, redeem or pay of any such securities and to lend money on deposits or loan for financing the activities as may seem expedient but will not do banking business as defined in Banking Regulations Act, 1949.

4. To adopt such means of making known the goods and products of the Company as may seem expedient and in particulars by advertisement in press, by circulars, by publication of books and periodicals and granting prizes, rewards and donations.
5. To acquire from any person, firm or body corporate whether in India or elsewhere, technical collaboration/technical information, know-how, processes, engineering, manufacturing and operating data, plans, layouts and blue prints useful for the design, erection and operation of plant required for any of the business of the Company and to acquire any grant or licence and other rights and benefits in the foregoing matter and things.
6. To amalgamate, enter into partnership or into any agreement for sharing profits, union of interest, joint venture or reciprocal concession or for limiting competition with any person, firm 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.
7. To establish well equipped laboratories and carry on analytical, experimental and research work and to obtain reports and opinions of experts for the purposes of business of the Company.
8. To establish agencies in India and elsewhere for sales and purchase of the Company's products and to regulate business and/or to discontinue the same.
9. To create any depreciation funds, reserve fund, sinking fund, insurance fund or any other special or other fund whether for depreciation or for repairing, improving, extending or maintaining any property of the Company or for redemption to debentures or any other purpose whatsoever conducive to the interest of the Company.
10. To pay out of the Company's funds the costs and expenses incurred in connection with all matters preliminary and incidental to the formation, promotion and incorporation of this Company and the costs and expenses incurred in connection with all matters preliminary and incidental to the formation and incorporation of another Company which may be promoted by this Company, in India or any other country.
11. To arrange for the registration and recognition of the Company in any foreign country.
12. To draw, make, accept, endorse, discounts execute, issue and negotiate bills of exchange, hundis bills of lading, promissory notes, warrants, debentures and other negotiable or transferable instruments or securities.
13. To open any kind of accounts or accounts in any bank or banks.

14. To compensate for loss of Office of any Managing Director or Directors or other officers of the Company within the limitation prescribed under the Companies Act or other statute or rule having the force of law and to make payments to any persons whose office of employment or duties may be determined by virtue of any transaction in which the Company is engaged.
15. To engage, employ, suspend and dismiss agents, managers, superintendents, assistants, clerks and other servants and labourers and to remunerate any such person at such rate as shall be thought fit to grant pensions or gratuities to any such person or to his widow or children.
16. Subject to Section 293A of the Companies Act, 1956 to support, subscribe or contribute from time to time any charitable benevolent or useful object of private character, to grant stipends for studies in India and abroad and to establish support or aid in the establishment and support of association, institutions, clubs, societies, funds, trusts and convenience to provident fund, pension, loan or other funds for the benefit of officers, agents and staff.
17. To indemnify members, officers, directors and employees of the Company against proceedings causes, damages, claims and demands in respect of anything done or ordered to be done for and in the interest of the Company and for any loss, damages or misfortune, whatsoever, which shall happen in the execution of the duties of their offices or in relation thereto.
18. To refer to arbitration and to institute, defend, compromise, withdraw or abandon any legal or other proceedings and claims by or against the Company, its officers or otherwise concerning the affairs of the Company.
19. To alter, remodel, convert, manipulate and prepare for resale and resell from time to time assets belonging to the Company.
20. To do all other things as may appear to be incidental or conducive to the attainment of the objects or any of them.
21. To deal in, purchase, sell, import, export or supply and or to act as principals, dealers, agents, sub-agents, representative, either solely or in conjunction with other and either by or through agents, sub-contractors, trustees or otherwise for the Indian manufactured goods, commodities, service in the foreign countries and vice versa and for the above said purpose, to establish or maintain services or establish adopts anywhere in the world.

(C) OTHER OBJECTS:

1. To carry on the business of makers, manufacturers and dealers in articles of any description made or prepared with Steel/Steel Products.
2. To carry on the business of Exporters, importers, buyers, sellers of both traditional and non-traditional items, industrial and agricultural commodities, machinery, measuring instruments, gauges, computers, and office equipment.
3. To manufacture industrial machinery of any kind having its application in the Industry in general including those connected directly or indirectly in the Automobile/Tractor/Agricultural Sector.

- 4. To manufacture, generate, produce or sell, dispose off and deal in generators of different capacities for domestic/industrial use.
- IV. The liabilities of the members is limited.
- V. The objects of the Company shall be confined to the state of Uttar Pradesh/Delhi/Haryana.
- VI. _____

The Authorized share capital of the Company is Rs. 50,00,00,000 (Rupees Fifty Crores) divided into 50,00,00,000 (Fifty Crores) equity shares of Re. 1/- (One) each with the power to increase or reduce the capital of the Company and to divide the shares in the capital for the time being into several classes or to attach thereto respectively such preferential, convertible, deferred, qualified special rights, privileges, conditions or restrictions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify or abrogate any such rights, privileges or conditions, in such manner as may for the time being be provided by the Articles of Association of the Company."

We the several whose names and addresses are subscribed, 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.

Names, description occupation and addresses of each subscriber	Number of and type of subscribers shares	Signature of Subscribers	Name, addresses, description of witness or witnesses
DESHBIR SINGH Managing Director te. S. Harbans Singh 100 Maharani Bagh Delhi d on behalf of India Limited Maharani Bagh, Delhi.	100 Nos. Equity Shares of Rs. 10/- each	Sd/-	Sd/- SUSHIL KUMAR A-75 Vivek Vihar, Delhi Commercial Manager Harig India Ltd., New Delhi.
BIR SINGH te S. Harbans Singh 100 Maharani Bagh Delhi ging Director Harig India Limited)	100 Nos. Equity Shares of Rs. 10/- each	Sd/-	
SUSHIL CHANDRA TRIPATHI S/o Sh. Harish Chandrapati Tripathi R/o A-19 Picup Colony, Jopling Road, Lucknow. Managing Director For and on behalf of The Pradeshia Industrial & Investment Corporation of UP Ltd. Jawahar Bhawan Annexe, Ashok Marg, Lucknow	100 Nos. Equity Shares of Rs. 10/- each	Sd/-	
SUSHIL CHANDRA TRIPATHI S/o Sh. Harish Chandrapati Tripathi R/o A-19 Picup Colony, Jopling Road, Lucknow. (Government Service)	100 Nos. Equity Shares of Rs. 10/- each	Sd/-	Sd/- ASHOK KUMAR SHARMA A-21 Picup Colony, Lajpat Rai Marg Lucknow (Service)
SUSHIL KUMAR SRIVASTAVA S/o Sh. M.P. Srivastava R/o A-8 Picup Colony, Lucknow (Government Service)	100 Nos. Equity Shares of Rs. 10/- each	Sd/-	
ANIL KUMAR SHARMA S/o Sh. Hari Prasad 14 Jahagirabad Mansion Hazratganj, Lucknow (Service)	100 Nos. Equity Shares of Rs. 10/- each	Sd/-	
MANJU DESHBIR SINGH W/o Sardar Deshbir Singh C 100 Maharani Bagh, Southern Avenue New Delhi- 100 065 (Insurance Agent)	100 Nos. Equity Shares of Rs. 10/- each	Sd/-	Sd/- Sushil Kumar A-75 Vivek Vihar Delhi Commercial Manager Harig India Ltd., (New Delhi)

Place: New Delhi Dated the 28th March, 1983.