

2 OCT 1995

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V. LAKSHMAIAH
Sub-Registrar Supdt.
-Office Stamp Vendor
S.S.O., Hyderabad.

12 OCT 1995

UNDER THE COMPANIES ACT, 1956
(1 OF 1956)

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION
OF

KARWA SALT REFINERY & INDUSTRIES LIMITED

- I. The name of the Company is KARWA SALT REFINERY & INDUSTRIES LIMITED.
- II. The Registered Office of the Company will be situated in the State of Andhra Pradesh.
- III. The objects for which the Company is established are:

A. THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:

Prudh

- To manufacture, process, prepare, preserve, refine, can, repack bottle, buy, sell and whether as manufacturer, wholesalers, retailers and exporters or as importers of iodised and otherwise and to purchase, take on lease any lands, sites, estates anywhere in India for the purpose of companies and to establish works, factories, refineries for them suitable for human consumption and also suitable for industrial use.

NAME CHANGED TO

MYM TECHNOLOGIES LTD

Registrar of Companies,
Andhra Pradesh, Hyderabad.

copy of Certificate of incorporation is attached together with Power of Attorney U/Req. 18 (2) of C.A. 1956

[Handwritten signature]

2. To Carry on business in India and elsewhere as Manufacturers, traders, dealers, wholesalers, retailers, importers, exporters, distributors, Agents & Stockists of all types of Food Stuffs & Food Products, Spices, Masalas, Flavours, Essences, Ice creams, Preservatives, Edible oils, Supplementaries and food products of every description whether for human, animal or poultry and piggery consumption.
3. To Manufacture appliances, apparatus, instruments, implements which may be useful for or conducive to the company for carrying all the main objects of the company and to Manufacture, trade or deal in Packing Materials like Polythene bags, Plastic items, Containers whether made of plastic, HDP, LDP, Polypropoline and other man made fiberous material.
4. To deal in the manufacturing and trading of Chemicals like Soda Ash, Ammonium Chloride, Pottasium Iodate, Salt gypsum and other ancillary chemicals and to manufacture washing powder, detergents and toilet soaps.
5. To establish wind mills, and to manufacture Renewable energy devices for captive power Consumption and also otherwise.
6. To Carry on the business of agriculturists, Hotriculturists, Planters, Cultivators, farmers, dealers of all produce of soil or water and specially to plant grow, cultivate, import, export, buy, sell, process, manufacture, blend, refrigerate, store, package and in any other way to deal in Agricultural farm Products.
7. To acquire, buy, purchase, lease, develop, renovate, improve, maintain, exchange or otherwise own property, estate, lands, buildings, herediaments, flats, garages, houses, halls godowns, shops, warehouses, office premises, mills, factories, chawals, dwelling houses residential accomodation, bridges or other immovable properties and to turn the same to account as may be expedient and in particular by laying out and preparing land for building purposes and preparing building site by planting, paving, draining, demolishing, constructing, reconstructing, altering, improving, furnishing, maintaining, administering, equipping or sub-dividing properties by leasing or otherwise disposing off the same and to enter into contracts and agreements of all lands with building, tenants, occupiers, either in India or in anypart of the world to purchase sell, deal in land, estates, houses or other landed properties of any tenure whether freehold, leasehold or otherwise and to act as promoters, Organizers and Developers of land, estates, property, Co-op. Housing Societies, Residential housing Schemes, shopping Centres, Commercial Complexes, Farm Houses, Holiday resorts, Hotels, Swimming Pools, Amusement Parks.
8. To carry on the business of manufacturers of assemblers, sub-assemblers, distributors and traders in electronic goods such as computers and other electronic appliances and to develop, acquire, market, distribute computer software anywhere in India and elsewhere.

B. THE OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS ARE:

1. To apply for tender, purchase or otherwise acquire any contracts and concessions for or in relation to the construction execution, carrying out equipment, improvement management, administration or control of works and to undertake, execute, carryout dispose off or otherwise turn to account the same to sub-let all or any contract from time to time and upon such terms and conditions as may be thought expedient in India or elsewhere.

2. To acquire, purchase, takeover and/or amalgamate business otherwise acquire any firm, organisation or business and hold shares of any other company and carrying on any business capable of being conducted so as indirectly to benefit the Company. To purchase or otherwise acquire, issue re-issue sell, place underwrite and deal in shares, stocks, bonds, debentures and security of all kinds. To lend money or discount bills or indemnity or guarantee payment of money or amalgamate with other companies with similar or allied objects.

3. To enter into any arrangements with any Government or authorities municipal, local or otherwise, on any person or company that may seem conducive to the objects of the company or any of them; and to obtain from any such Government, authority, persons or company any rights, privileges, charters, contracts, licences and concessions which may be desirable to obtain and to carryout and exercise the same.

4. To apply for membership or become a member of any company, association, society or body corporate having any objects similar to or identical with those of the company or likely directly or indirectly to promote the interest of the company.

5. To draw, make, accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory notes, cheques, hundies, bills of lading, shipping documents, doc-warrants and other negotiable or transferable instruments. *Subject to Banking regulation Act. 1949.*

6. To guarantee the performance of any contract or any obligations of any company, firm or persons, and to guarantee the payment and repayment of the capital and principal of any dividend, interest or premium payable of any stock, shares and securities, debentures, mortgage, loan or other securites issued by any company, corporation, firm or person including (without prejudice to the said generality) bank overdrafts, bills of exchange and promissory notes and generally to give guarantee and indemnities.

undertake such
To ~~carry on any~~ other business whether relating to provision of services or manufacture or otherwise wich may seem to the Company capable of being conveniently carried on its connection with the Company's objects, or which it be advisable to account any property real or personal belonging to the company.

8. To enter into, make and perform contracts of every kind and description, agreements with any person, firm, association, corporation, company, body corporate, trust, municipality, country, state, body political or government.
9. To purchase, take on lease or licence or on exchange, or on hire or otherwise, any real and/or personal property and any rights or privileges, which the Company think necessary or convenient for the purposes of it.
10. To invest and deal with moneys of the Company in such manner as may from time to time to be determined.
11. To purchase, amalgamate or otherwise acquire and undertake the whole or any part of the business, property, rights and liabilities of any person, firm, company carrying or posing to carry or any business which this Company authorised to carry on, or be possessed of property or rights suitable for any of the purposes of this Company or which can be carried on in conjunction therewith, or which is capable of being conducted so as to directly or indirectly benefit the Company and to purchase, acquire, sell and deal in property, shares, stocks, debentures stock of any such person, firm or company to conduct, make or to carry into effect any arrangements in regard to the winding up of the business of such person, firm or company.
12. To amalgamate, enter into partnership, or into any arrangement for sharing profits or losses, union of interest, co-operation, joint venture, reciprocal concession or for limiting competition with any person, firm, company carrying on or engaged in, or about to carry on or engage in, or which can be carried on in conjunction therewith, or which is capable of being conducted so as to directly or indirectly benefit this company.
13. To establish or promote or concur or be interested in establishing or promoting any company or companies for the purpose of acquiring all or any of the property, rights and liabilities of the Company or for any other purpose whatsoever and to transfer to any such company any property of this Company and to place or guarantee placing of, under-write, subscribe for or otherwise, acquire all or any part of the shares, debentures or other securities of any such other company and to subsidise or otherwise assist any such other company.
14. To pay out of the funds of the company all costs, charges and expenses which the Company may lawfully pay with respect to the promotion, formation and registration of the Company and or the issue of its capital or which the Company shall consider to be preliminary expenditure including therein the cost of advertising, printing and stationery and commission for obtaining application for taking, placing, the underwriting or procuring the underwriting of shares, debentures or other securities of the Company and expenses attendant upon the formation of agencies, branches and to employ brokers, commission agents, underwriters, any other person, firm, association, company for rendering the above mentioned services and to remunerate them in cash or by the granting of options to take the same.

15. To make donations to such persons or institutions and in such cases and other, of cash or any other assets as may be thought directly or indirectly conducive to any other Company's objects or otherwise, expedient and in particular to remunerate any person, firm, company, association, corporation introducing business to this company, and also to subscribe, contribute or otherwise assist or guarantee money for charitable, scientific, religious or benevolent, national, public or political or other institutional objects or for any exhibition or for any public, general or other objects.
16. To borrow or raise money, or to receive money on deposit, loan, advance with or without interest or in any manner as the Company may think fit and in particular by the issue of debentures, debenture stock whether secured or otherwise and convertible into shares of this or any other company or not, to secure the repayment of any such money borrowed, raised, received, owned, by mortgage, pledge, charge, lien or any other way upon all or any of the property, assets, rights or revenue of the company, both present and future, including its uncalled capital and to give the lenders, depositors, creditors, debenture holders or their trustees, to powers of sale and other powers as may seem expedient and to purchase, redeem or pay off any such securities in cash or otherwise and also by a similar mortgage, charge, lien or otherwise to secure and guarantee the performance by the Company or other person, firm, company of any obligation undertaken by the Company or any other person, firm, company as the case may be.
17. To vest any real or personal property, rights or interest acquired by or belonging to the Company in any person, firm, association, company or on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.
18. To apply for, promote and obtain any act of the Parliament for enabling the Company to carry out its objects into effect or for any other purpose which may seem expedient and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the interests of the Company.
19. To ~~sell~~ lease, mortgage, grant licences, easements and other rights over and in any other manner whatsoever, to transfer, deal with or dispose off, the undertaking, property, assets, rights and effects of the Company or any part thereof, for such consideration as the Company may think fit and in particular for shares, stocks, debentures, or other securities of any such other company whether or not having objects altogether or in part similar to those of this Company.
20. Subject to the provisions of the Companies Act 1956, or any other law for the time being in force, to distribute in specie or otherwise as may be resolved any property or assets of the Company or any proceeds of sale or disposal or assets or rights of 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 liabilities of this company but so that no distribution amounting to a reduction of capital be made except with the sanction for the time being required by law.

21. To give to any directors, officers, servants or employees of the company, any share or interest in the profits of the Company's business or any branch or division thereof and whether carried on by means or through the agency of any person, firm, company, subsidiary or not and for that purpose to enter into any arrangements which the Company may think fit.

Undertake

high. etc

Indef 22. 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 person, firm, association or company whether subsidiary or not and to enter into any arrangements with any such person, firm, association or company for taking the profits or bearing the losses of any business or branch so carried on, or for financing any such person, firm association or company guaranteeing its liabilities, or to make any other arrangements which may seem desirable with reference to any business or branch and to act as managers of any such person, association or company.

23. To act as agents or brokers and as trustees for any person, firm, association or company and to undertake and perform sub-contracts and do all or any of the above things in any part of the world and as principals, agents, contractors, trustees or otherwise and by or through agents, sub-contractors, or trustees or otherwise and either alone or jointly with others.

24. To do all and everything necessary for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers herein before set forth, either alone or in association with other corporate bodies, firms, or individuals and to do every other act or thing or things incidental or appurtenant to or growing out of, connected with the aforesaid business or powers or any part or parts thereof.

C. THE OTHER OBJECTS ARE :

1. To lend money upon such terms as the Company may think fit, to persons, companies or corporations having dealings with the Company, or otherwise, upon such security as shall be thought fit, or without security, and to guarantee the performance of contracts by any such persons, companies or corporations.
2. To acquire the good will right, Property and assets of all kinds and to undertake the whole or any part of the liabilities of any persons, Firm, Association or Corporation on such terms and conditions as maybe agreed upon and to pay for the same in cash, stock, bonds, debentures evidences of indebtedness or other securities of the Company.
3. To form, promote, subsidiaries and assist companies syndicates and Firms of all kinds.
4. To give any guarantee for the payment of money or performance of any obligations or undertaking.

5. ✓ To carry on the business of manufacture of plant, machinery, appliances, articles and things of every nature, kind and description for use in processing and preservation of foods and beverages.

6. ✓ To invest any moneys of the Company and to hold, sell or otherwise deal with such investments and to receive money for such investments. *add carry on the business*
Indepn Leasing And Hire Purchase

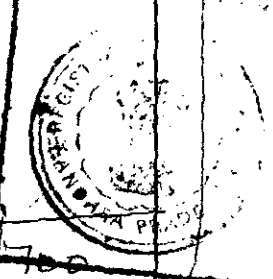
7. ✓ To carry on the profession and vocation of recruitment agents for recruitment personnel for placement in India or abroad.

8. ✓ To acquire, buy, sell, hire, let on hire, or otherwise deal in any immovable property with a view to sell the same for profit.

9. ✓ Leasing and Hire purchase of all kinds of Automobiles, Domestic Appliances. *add* *Indepn*

IV. ✓ The liability of the Members of the company is limited.

V. The Authorised Share Capital of the Company is Rs.1,00,00,000 (Rupees One crore only) divided into 10,00,000 (Ten lakhs only) shares of Rs.10.00 *(Rupees ten only)* each with power to increase or reduce the said share capital. The shares forming the 'capital (original, increase or reduced) of the company may be subdivided or consolidated' or divided into such classes with such redeemable, preferential, qualified, special or other rights, privileges, or conditions attached thereto and be held upon such terms and conditions as may be prescribed by the Articles of Association of the Company for the time being and subject to the provisions of the Companies Act 1956. *Indepn*

Sl. No.	Name, Address, Description, Occupation and Signature of the Subscriber	No. of Equity Shares	Name, Description, Occupation and Signature of Witness
4)	<p>20/2/95</p> <p>Smt. Suju Bai Karwa W/o Late Sri Laxminarayana Kasaba A/402, 4th floor, Rukmani Apts Edenbogh, Ramkote, Hyderabad-1 Occupation: Business Ph: 5000</p>	100 (one hundred only)	
5)	<p>RAMSHANKAR KARWA S/o Late Sri Laxminarayana Kasaba A/402, 4th floor, Rukmani Apts Edenbogh, Ramkote, Hyderabad-1 Occupation: Business, Company</p>	100 (one hundred only)	
6)	<p>LAXMINIVAS TECHNICAL S/O SRIRAM TECHNICAL 213-689 CHELAPURA HYDERABAD-500002 OCCUPATION: SERVICE</p>	100 (one hundred only)	<p>7) KOTESWARARAO S/o Venkateswalarao Occupation: Secretary A/10, H. No. 48-1481, G. Indira Nagar Colony Chimbal, HMT Road, Hyderabad-500 85H</p>
7)	<p>SUBIR BISWAS S/O ANIL CHANDRABISWAS U-69 FERZGUDA, P.O. BOWENPALLY HYDERABAD-500011 OCCUPATION:- SERVICE</p> <p>TOTAL NUMBER OF SHARES TAKEN</p>	100 (one hundred only)	<p>21-22021</p> <p>17-10-95</p> <p>4/2/96</p> 
		700	Seven hundred only

PLACE : Hyderabad
DATE : 12-10-1995

We, the several persons, whose names, descriptions and addresses are subscribed hereunder are desirous of being formed into a Company in pursuance of the 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.

Sl. No.	Name, Address, Description, Occupation and Signature of the Subscriber	No. of Equity Shares	Name, Description, Occupation and Signature of Witness
1)	<p>^{Karwa} HANUMAN DAS KARWA S/O Late Laxminaray Karwa R/o 402, 4th floor Rukmini Apartments Edenhigh, Ramkot Hyderabad - 1 occupation: Business</p>	<p>100 (ONE HUNDRED ONLY)</p>	
2)	<p>^{Karwa} SMT NIDHI KARWA W/o Hanuman Das Karwa R/o 402, 4th floor. Rukmini Apartments Eden Bagh, Ramkot Hyderabad - 1 Occu: Business</p>	<p>100 (ONE HUNDRED ONLY)</p>	<p><i>Prudh</i> Y. Kotamrao S/o Venkateswarlu Sec: Company Secretary R/o: 48-1461, Grand Nagar colony Chinn Road, HMT Road, Hyderabad - 500854.</p>
3)	<p>^{Karwa} Sou. R. R. Karwa Sou. R. R. KARWA RAMESH RAJESH KARWA W/O RAMESH KARWA R/O 402, 4th Floor RUKMINI APARTMENTS EDEN BAGH, RAMKOTE HYDERABAD - 1 OCCU: BUSINESS</p>	<p>100 (ONE HUNDRED ONLY)</p>	<p><i>Prudh</i></p>