



**TWENTY SECOND
ANNUAL REPORT
2001 - 2002**

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Board of Directors

SHRI G.S.KANDOI, CHAIRMAN
SHRI YATINDRA SINGH (Retd. IAS)
SHRI R.J. MAJITHIA (Retd. IAS)
SHRI VIYEH SINGHAL
SHRI A.S. PATANI
SHRI MANISH SINGHAL, Managing Director

Bankers

BANK OF BARODA
V. K. I. Area, Jaipur

Auditors

M/s A.R. VIJAY & Co.
Chartered Accountants,
Jaipur

Secretarial consultant

M/s. V.M. & Associates
Company Secretaries
309, Samod Tower
S.C. Road, JAIPUR

Depository Registrar &
Share Transfer Agent
Investors' Services Centre

Niche Technologies Pvt. Ltd.
421, Ganpati Plaza, M.I.Road,
Jaipur - 302 001

Registered Office

C - 444, Bagree Market,
71, BRBB Road, Kolkata- 700001

Listing

JAIPUR STOCK EXCHANGE LTD.
THE STOCK EXCHANGE, MUMBAI
THE STOCK EXCHANGE, AHMEDABAD
THE DELHI STOCK EXCHANGE ASSOCIATION LTD.

Registered Office & Works : C-171, Road No. 9J, Vishwakarma Ind. Area, Jaipur-302 001

NOTICE

NOTICE is hereby given that the 22nd Annual General Meeting of the members of **KG PETROCHEM LIMITED** will be held on Wednesday the 31st day of July, 2002 at 11.00 a.m. at the Registered Office of the company at C-171, Road No. 9J, VKI Area, Jaipur to transact the following business:

ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2002 and Profit and Loss account for the year ended on that date, together with the report of the Directors and the Auditors thereon.
2. To appoint a director in place of Shri Yatindra Singh who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a director in place of Shri G. S. Kandoi who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Auditors to hold office and to fix their remuneration.

SPECIAL BUSINESS :

5. To consider and if thought fit to pass with or without modification(s) the following resolution as a SPECIAL RESOLUTION:-

"RESOLVED THAT pursuant to Section 31 and all other applicable provisions, if any, of the Companies Act, 1956, the Articles of Association of the Company be and are hereby amended, altered and/ or substituted in the manner and to the extent as is set out herein below :

- I) In Article 3(A) of the Articles of Association, the following interpretations shall be added and in case, if any interpretation that already exists, be substituted by the same interpretation as mentioned herein below :

"Beneficial owner" shall have the meaning assigned thereto by section 2 (1) (a) of the Depositories Act, 1996.

"Depository" shall have the meaning assigned thereto by section 2 (1) (e) of the Depositories Act, 1996.

"Depositories Act, 1996" shall mean Depositories Act, 1996 and include any statutory modification or re-enactment thereof for the time being in force.

"Member" means the duly registered holder from time to time of the shares of the Company of any class and includes the subscriber(s) of the Memorandum of Association of the Company and every person whose name is entered as the beneficial owner of any share in the records of Depository, but does not include the bearer of a share warrant of the Company, if any, issued in pursuance of Articles of Association of the Company.

"Bye-laws" means bye-laws made by a Depository under section 26 of the Depositories Act, 1996.

"Securities & Exchange Board of India" or SEBI means the Securities & Exchange Board of India established under section 3 of the Securities & Exchange Board of India Act, 1992.

"Securities" means such Security as may be specified by the Central Government or SEBI or any other concerned authorities from time to time.

"Record" includes the records maintained in the forms of books or stored in such other forms as may be determined by regulation made by SEBI.

"Dividend" includes Bonus and Interim Dividend.

- II) The following heading and article shall be inserted as Article 4A of the Articles of Association after the existing Article 4 :

[REDACTED]

4A. Share Capital

The share capital of the Company shall be of two kinds only, namely :

(a) Equity Share Capital

- (i) with voting rights; or
- (ii) with differential rights as to dividend, voting or otherwise in accordance with such rules and subject to such conditions as may be prescribed.

(b) Preference Share Capital.

III) The following heading and article shall be inserted as Article 17A of the Articles of Association after the existing Article 17 :

17A. Depository

- (i) Notwithstanding anything contained in these articles, the company shall be entitled to dematerialise its existing shares, debentures and other securities and rematerialise its such shares, debentures and other securities held by it with the Depository and/or offer its fresh shares and debentures and other securities in dematerialised form pursuant to the Depositories Act, 1996 and the rules framed thereunder, if any.
- (ii) Notwithstanding anything contained in the article, where securities are dealt with in a Depository, the company shall intimate the details of allotment of securities to Depository immediately on allotment of such Securities.
- (iii) Every person subscribing to or holding securities of the company shall have the option to receive security certificates or to hold the securities with a Depository. A beneficial owner of any security can at any time opt out of a Depository, if permitted by law, in the manner provided by the Depositories Act, 1996 and the rules, if any, prescribed thereunder and the company shall, in the manner and within the time prescribed, issue to the beneficial owner the required certificate of securities.
- (iv) The Company or the investors may exercise an option to issue, deal in, hold the securities (including shares) with Depository, in electronic form and the certificates in respect thereof shall be dematerialised in which event the rights and obligations of the parties concerned and matters connected therewith or incidental thereto shall be governed by the provisions of the Depositories Act, 1996.
- (v) All securities held by a Depository shall be dematerialised and be in fungible form. Nothing contained in sections 153, 153A, 153B, 187B, 187C and 372A of the Act shall apply to a Depository in respect of the securities held by it on behalf of the beneficial owners.
- (vi) Notwithstanding anything to the contrary contained in the Act or these Articles, a depository shall be deemed to be the registered owner for the purpose of effecting transfer of ownership of security on behalf of the beneficial owner and shall not have any voting rights or any other rights in respect of the securities held by it.
- (vii) Every person holding securities of the company and whose name is entered as the beneficial owner in the records of the Depository shall be deemed to be a member of the company. The beneficial owner of securities shall be entitled to all the rights and benefits and be subject to all the liabilities in respect of the securities which are held by a Depository.

IV) The following heading and article shall be inserted as Article 17B of the Articles of Association after Article 17A :

17B. Register and Index of Members

The Company shall cause to be kept at its registered office or at such other place as may be decided, Register and Index of Member in accordance with sections 150 & 151 and other applicable provisions of the Act and Depositories Act, 1996 with details of shares held in physical and dematerialised forms in any media as may be permitted by law including in any form of electronic media -

The Register and index of beneficial owners maintained by a Depository under Section 11 of the Depositories Act, 1996 shall also be deemed to be the Register and Index of Members for the purpose of this Act.

V) The following heading and article shall be inserted as Article 17C of the Articles of Association after Article 17B :

17C. Buyback of Shares/Securities

Notwithstanding anything contained in the Articles of Association, the Company shall have the powers to buyback its shares or other securities in accordance with the provisions of sections 77A, 77AA and 77B

of the Companies Act, 1956, as amended from time to time, from its existing shareholders or the holders of other securities on a proportionate basis or by purchase of the shares or securities issued to the employees of the Company pursuant to a scheme of stock options or sweat equity.

- VI) The following heading and article shall be inserted as Article 31A of the Articles of Association after existing Article 31 :
- 31A. Transfer of securities
- Nothing contained in Section 108 of the Act or these Articles shall apply to a transfer of securities effected by a transferor and transferee both of whom are entered as beneficial owners in the records of depository.
- VII) The following heading and article shall be inserted as Article 31B of the Articles of Association after Article 31A :
- 31B. Service of documents of the Company
- Where securities are held in Depository, the records of the beneficial ownership may be served by such depository on the Company by means of electronic mode or by delivery of floppies or disks.
- VIII) The following heading and article shall be inserted as Article 34A of the Articles of Association after existing Article 34 :
- 34A. Nomination
- (i) Every shareholder or debenture holder of the company, may at any time, nominate a person to whom his share or debentures shall vest in the event of his death in such manner as may be prescribed under the Act.
- (ii) Where the shares or debentures of the company are held by more than one person jointly, joint holders may together nominate a person to whom all the rights in the shares or debentures, as the case may be, shall vest in the event of death of all the joint holders in such manner as may be prescribed under the Act.
- (iii) Notwithstanding anything contained in any other law for the time being in force or in any disposition, whether testamentary or otherwise, where a nomination made in the manner aforesaid purports to confer on any person the right to vest the shares or debentures, the nominee shall, on the death of the shareholder or debenture holder or, as the case may be all the joint holder, in relation to such shares or debentures, to the exclusion of all other persons, unless the nomination is varied or cancelled in the manner as may be prescribed under the Act.
- (iv) Where the nominee is a minor, it shall be lawful for the holder of the shares or debentures, to make the nomination to appoint any person to become entitled to shares in or debentures of the company in the manner prescribed under the Act, in the event of his death, during the minority.
- IX) The following heading and article shall be inserted as Article 34B of the Articles of Association after Article 34A :
- 34 B. Transmission of shares to nominee
- (i) A nominee, upon production of such evidence as may be required by the Board and subject as hereinafter provided, elect, either :
- (a) to register himself as holder of the shares or debentures, as the case may be; or
- (b) to make such transfer of the shares or debentures, as the deceased shareholder or debentureholder, as the case may be, could have made.
- (c) if the nominee elects to be registered as holder of the shares or debentures, himself, as the case may be, he shall deliver or send to the company, a notice in writing signed by him stating that he so elects and such notice shall be accompanied with the death certificate of the deceased shareholder or debentureholder, as the case may be.
- (d) a nominee shall be entitled to the share dividends, interests and other advantages to which he would be entitled if he were the registered holder of the shares or debentures, provided that he shall not, before being registered as the member, be entitled to exercise any right conferred by membership in relation to meetings of the company.

Provided that the Board may, at any time, give notice requiring any such person to elect either to be registered himself

or to transfer the shares or debentures, and if the notice is not complied with within ninety days, the Board may thereafter withhold payment of all dividends, bonuses, interest or other moneys payable in respect of the shares or debentures, until the requirements of the notice have been complied with.

- X) The following heading and article shall be inserted as Article 50A of the Articles of Association after existing Article 50 :

Notwithstanding anything contained in the Articles of Association of the company, the company may and in the case of resolutions to such business as the central government may, by notification declared to be conducted only by postal ballot, shall, get any resolution passed by means of a postal ballot pursuant to the provisions of section 192A of the Act or such other rules, regulations and modifications framed thereunder from time to time shall be complied with.

6. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution :

"RESOLVED THAT in supersession of earlier resolution passed, in the Annual General Meeting held on 15th July, 1999 the Board be and is hereby authorised pursuant to section 372 A and all other applicable provisions, if any, of the Companies Act, 1956, (including any statutory modification or re-enactment thereof for the time being in force and as may be enacted from time to time), and subject to all such consents, sanctions and approvals as may be necessary in that behalf, to make investments, subscription, purchase or otherwise / provide loan, security to give guarantee in favour of CHORME INTERNATIONAL COMPANY LTD. for a sum not exceeding Rs.10 Crores (Rupees Ten Crores Only) and other strategic investments upto Rs.15 Crores (Rupees Fifteen Crores Only) and thereby totaling to an amount not exceeding Rs.25.00 Crores (Rupees Twenty Five Crores Only) in the aggregate, on such terms and conditions as the Board of Directors may deem proper, from time to time.

RESOLVED FURTHER THAT the rate of interest shall not be lower than the prevailing bank rate as announced by the Reserve Bank of India from time to time under the Reserve Bank of India Act, 1934.

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do, perform, and execute all such acts, deeds, matters and things as it may in its absolute discretion, deem necessary, proper, expedient or desirable for the purpose of giving effect to this resolution and all matters connected therewith or incidental thereto and to settle any question, difficulties or doubts that may arise in relation to the foregoing or otherwise howsoever in relation to this resolution.

7. To consider and if thought fit, to pass with or without modification (s) the following resolution as a Special Resolution :

"RESOLVED that pursuant to the provisions of Section 17 and other applicable provisions if any, of the Companies Act 1956 (including any statutory modification or re-enactment thereof for the time being in force) as may be enacted from time to time, the Memorandum of Association of the Company be and is hereby altered by inserting following clauses in place of all the existing clauses in the Other Objects i.e. III (C) of the Memorandum of Association of the Company :

1. To carry on the business of manufacturers, importers, exporters, buyers, sellers, stockists and distributors of and dealers in :
 - (a) Elastomers, carbon black, leather, hides and skins, latexes and formulations thereof,
 - (b) All types of compounds, dyewares, disinfectants and of electrical, photographic materials,
 - (c) Lacquers and pigments,
 - (d) Paper, newsprint, paper board, strawboard, hardboard, chip-board, corrugated paper, transparent paper, craft paper, carbons, inks, parchment and corks.
2. To carry on the business of buyers, sellers, importers, exporters, distributors, stockists, agent or other wise dealers in stores, packing materials, all kinds of metals, whether ferrous or non-ferrous, sell, import, or otherwise deal in such products, their materials, machines, stores, packing materials and by products.
3. To purchase, acquire and hold with absolute or limited rights or on lease or otherwise and to erect, construct, and maintain land, building, houses, factories, mills, godowns, sheds and to sell, buy, exchange, barter, let or otherwise deal in land, building and other properties, to provide service, related to property as property dealer.
4. To carry on the business of industrial, financial and investment advisors and to invest in, subscribe, purchase or otherwise deal in shares, stocks, bonds, debenture stocks, public securities issued by any Company, legal authority, Central, State, Municipal or Local.
5. To plant, cultivate, produce, raise, make, marketable, import, export, sell, buy, act as agents, stockists,

- distributors or otherwise deal in all kinds of food-grains, oil cakes, coffee, jute, sugarcane and other types of produce of land to manufacture, process, import, export, sell.
6. To carry on the business of manufacturers, processors, importers, exporters, buyers, sellers, stockists and distributors of and dealers in.
 - (i) Tarpaulines, stainless steel utensils,
 - (ii) Automobile workshop, engine reconditioning workshop, automobiles, agriculture and engineering tools and machines, earthmovers, road rollers and spare parts.
 7. To carry the business of suppliers of plant, machinery and equipments, stores, tools, gadgets, devices, contraptions, instruments, spares and components to develop, acquire, supply plans, drawing estimates, projects reports and know-how for industries, business, companies, services and public bodies and Governments.
 8. To carry on the business of transport by any means through road, sea, air and to act as transport-agents, travel agents, cargoes, shipping agents, couriers and booking agents.
 9. To carry on the business of all or any of iron and steel foundries, steel melters, steel makers, steel shapers and mechanical, civil, electrical and general engineers and fabricators, contractors, tool makers, brass foundries, metal workers, manufactures of steel, metal and malleable grey castings including ferrous, non-ferrous, special and alloy steel, spring steel, forging quality steel, manufactures/ processors of all types of automobiles components, forged components, railway track and wagon components, signal equipments and all other types of railway components and accessories, alloys, nut-bolts steel rounds, nails, tools, all types of hardware items, all types of springs, spring washers, grease cups, grease nipples, oil cups & cones, heavy and light machineries, boilers, architectural fittings, sanitary fitting, pipe and pipe fittings, metallurgists, gas and electrical engineers and manufactures, plate makers, wire drawers, tube manufacturers, galvanizers, japanners, re-rollers, annealers, enamellers and electro-platers and to buy, take on lease or hire, sell, import, export, manufactures, process, repair, convert, let on hire or otherwise deal in such products, their raw materials, stores, packing materials, by-products and allied commodities, machineries, rolling stock, implements, tools, utensils, ground tools materials and conveniences of all kinds.
 10. To manufacture repair, convert, alter, process, import, export, buy, sell or deal in all sorts of automatic controls, thermal, hydraulic, magnetic, all types of tools, dies, relays, agriculture, industrial and scientific instruments, appliances and apparatus, electrical parts and accessories, plants and all other materials required for planing, processing, finishing, machining and packing of all such products and to manufacture, process, buy, sell, import, export, or otherwise, deal in such products, their raw materials, stores, packing materials by-products and allied commodities.
 11. To search prospects, win, work, get, raise, quarry, smelt, refine, dress, manufacture, manipulate, convert, make merchantable, sell, buy, import, export, or otherwise, deal in iron, copper, gypsum, lead, nickel, platinum, zinc, bauxite, tungsten, ores, metals, silicon, and manganese.
 12. To carry on the business of under writers subject to regulations of the Stock Exchange and Provisions of the concerned Acts in force.
 13. To carry on the business of Brewers, Distillers, Importers, Exporters, and Manufacturers of aerated Mineral and artificial water or caterers for public amusement or entertainment.
 14. To carry on the business of cinematograph and talkies, films, exhibitors and distributors, theatrical performance, circus play, open air theatres, dance, musical and other entertainment of all kinds, games, sports, dramatic and other performances of all kinds, whatsoever and activities relating to stage performances and letting of the same.
 15. To carry on the business of operators of training and teaching schools, colleges, workshops, institutes and class for various trades, professions, crafts, arts and university or institute courses.
 16. To carry on the business of printers in all the branches, news papers, journals, magazines, books and others articles to serve as stationers, lithographers, blockmakers, draftsman envelop manufacturers, paperbag and account books makers, numerical printers, box makers and book seller.
 17. To carry on the business of manufacturers, processors, traders, dealers, distributors, buyers, sellers, importers, exporters, programmers, managers, operators, and agents, or to deal in any other manner (including loan licencing basis branding) in any of or all types and varieties of computer, data processors, word processors, electronic printers, all type of entertainment electronics and accessories, computer hardware, computer software accessories, equipments, intermediates, spares, salvageable parts, audiovisual media, demonstration machines, electronic typewriters, allied office equipment and stationery.

18. To manufacture, buy, sell, exchanges, alter, improve, manipulate, prepare, for market, import, export, or otherwise deal in all kinds of Cycle, Mopeds, Scooters, Motor Cycles, Autorikshaw, Motor Cars, Motor Trucks, Buses, Tractors, Vans, Jeeps, Lorries, Motor Launches, Aeroplanes, Sea-Planes and Vehicles and conveyances of all kinds and their Automobile Control Cables and speedometers, cables and its assemblies and spareparts.
19. To carry on the business as merchants and agents for Petrols, Diesel, LDO, Furnace Oil, Oils, Lubricants, Greases, Spirit, Kerosene, Multifunctional fuel additives, gas, electricity and other motive powers.
20. To carry on the business as importers, exporters, manufacturers, traders, distributors, of and dealers in all kinds of household appliances including refrigerators, stoves, dryers, heaters, pressurecookers, ovens, cooking ranges, hotplates, other cooking utensils, of all types, containers, buckets, toasters, mixers, washing machines and other electric, appliances including radios, televisions, transformers and electric motors of every kind.
21. To manufacture, buy, sell, import, export, or otherwise deal in all kinds of Soaps, soap powders, detergents and toiletries.
22. To carry on the business of manufacturing, trading, dealing, marketing, importing, exporting, converting, synthesizing, refining, extracting and preserving of all kind of dyes, dyes intermediate, colours, polishes, and varnishes, soda, caustic soda, organic dyestuffs, synthetic paints, derivatives, organic surface active agent, glycerines, heavy water chemicals, salts and all other kind of organic and inorganic chemicals and also from the residue of substance obtained in the process of manufacture of the chemicals and preparation aforesaid and deal in such by products.
23. To produce, quarry, mine, excavate, cut, hew, carve, draw, crush, saw, dress, finish, polish, set, glaze, grind, process, wash, screen, wax, manufacture, craft, import, export, purchase, sell or otherwise, deal in and to act as brokers, agents, stockists, distributors and suppliers of all kind of marbles, marble chips, tiles, granites, laterites, lime stone, soap stones, corundum, quartz, artificial stones, slate stones, sand stones, building stones, silica stones and all other kinds of stones.
24. To carry on the business of manufacturing, trading, marketing, distributing, dealing, importing, exporting, chemically treating, refining and preserving, of all kind of ayurvedic, allopathic, homeopathic, unani medicines, herbal, drugs, contraceptives, sera, vaccines, surgical and scientific equipments, appliances, hospital equipments, cosmetics, toilet requisites and all kind of medicated products and formulations.
25. To manage and deal in land, building other properties, to collect rents and income and to supply tenants and occupiers and other refreshments, attendance, messages, light, waiting - rooms, reading rooms, meeting rooms, lavatories or laundry, conveniences, electric conveniences, stables other advantages.
26. To carry on the business of transport by any means through road, sea, air and to act as transport-agents, travel agents, cargoes, shipping agents, couriers and booking agents.
27. To process, machine, grind, extract, grow, buy, sell, manufacture, refine, prepare, crush or otherwise deal in all kinds of oil seeds, wheat, rice and rice brans other agriculture products and oleaginous and saponaceous and all kinds of by-products or ingredients thereof, ghee, from whatever source and method including oil seeds, oil cakes, rice bran and other oil containing media, de-oiled cakes, deoiled meals for consumption, balanced food and baby food.
28. To carry on the business of manufacturing and processing animals foods for cattle, fowl, chicken and for all kinds of birds and animals and to import, export, buy, sell or otherwise deal in such products and by-products.
29. To carry on the business of manufactures and of the printers, tin, containers, drums and other packing articles made of metal or card-board or hard-board or of any other material or substains and to buy, sell, import, export, convert, reconvert, recondition or otherwise deal in such products.
30. To carry on the business of canning and dehydration of fruits, vegetables, pickles and to prepares, manufacture, process such other items of fruits, vegetables and roots and to carry on the business of cold storage or deep freezers.
31. To carry on the business of manufacturers, processors, importers, exporters, buyers, sellers, stockists, agents, and distributors of and dealers in surgical items and medical equipment, accessories, required in hospitals and dispensaries.
32. To carry on the business of manufacturers, processors, importers, exporters, buyers, sellers, stockists, agents, and distributors of and dealers in ceramic, glass and insulators.
33. To carry on the business of manufacturers, processors, importers, exporters, buyers, sellers, stockists, agents,

and distributors of and dealers in cement and cement products and deal in other building materials.

34. To carry on the businesses or business of spinning, weaving, combing, manufacturing, darning, preparing, packing, bleaching, dyeing, colouring, processing, finishing, selling and buying or dealing in cotton, staple, silk and other fibrous, and synthetic substances including waste and raw wool and wool-tops.
35. To carry on the business of hotel, restaurant, cafe, tavern, night clubs, casinos, discotheques, swimming pool, beer-house, refreshment room and lodging house keepers, health club, baths and dressing rooms, licence victuallers, wine, beer and spirit merchants.
36. To purchase, take on lease, hire, erect or otherwise acquire establish and equip, manage, administer, own act as collaborators technicians, of any other hotels, motels, holiday camps, restaurants, canteens, club, cafes, in India or in any other part of the world.
37. To carry on the business of advertising agency for providing to advertisers a complete range of advertising services on all mass media like hoardings, news-papers, radio, television and films.
38. To construct, acquire, equip, manage club House with all appropriate accommodation and facilities like gaming rooms, sports complex, reading room, refreshment room, meeting room, recreation and entertainment rooms, amusement centre and parks.
39. To construct, acquire, erect, build, equip, own and manage cold storage chambers, ice plants, godowns, ware houses and to carrying and forwarding the storage goods.
40. To carry on the business as consultants, advisors, surveyors, and providing of various other services in the field of science, technology, administration, employment, personal, labour, taxation, investigation, marketing, civil constructions, project planning, project implementation, erection, designing, and decoration.
41. To carry on the business of manufacturers, producers, and processors, of dairy and dealers in milk, cream, butter, ghee, cheese, condensed milk, milk powder, skimmed milk powder, whole milk powder, ice-milk, ice-cream, milk foods, baby foods, infant foods and milk products and milk preparations of all kinds.
42. To carry on the business of millers in all its branches and to set up mills for milling wheat, gram, others cereals, dal, basin, maida, atta, suji, and other products, and to manufacture food products, such as biscuits, flakes, dalia and confectionery from flour of all kinds and description and to setup factories or mills for the manufacture thereof.
43. To carry on the business of managing, operating, constructing, leasing and taking on lease, developing and maintaining, medical hospitals, clinics, health centres, pathological clinics, sanatorium, nursing home, rehabilitation centres, diagnostic centres, blood bank, eye bank, skin bank and all other activities of all allied nature.
44. To carry on the business of manufacturing, growing, trading, importing, exporting, all kinds of woods, wood block, wood powder, wood particles, laminated wood sheet, sunmica, plywood and other items of allied nature and all sorts of products, articles and by products made thereof.
45. To undertake all the activities of export/ import house and foreign exchange dealer as may be permitted by law.
46. To carry on the business of manufacturing trading, importing, exporting, assembling, all kinds of industrial and domestic electronic systems and equipments, telecommunication systems and equipment, electrical, electronic and telecommunication wires and cables.
47. To carry on the business of telecommunication, telecasting, broadcasting and for this purpose to establish, equip and manage transmitting and receiving stations, relay centre as may be permitted by law.
48. To carry on the business of manufacturers, growers, traders, importers, exporters of all kind of tobacco, bidi, cigarette, cigar, snuff, pan masala.
49. To manufacture, weave, prepare, mould, blow, refine, repair, buy, sale, re-sale, export, import, deal and market in all kinds of plastic goods including plastic films, threads, striplings, liners, woven sacks of high and low density polythene, poly propylene, pipes, sprinkler pipes, tubes, sheets, toys, wares, ropes, boots, footwares, buckles, purses, bags, boxes, belts, containers, packing material of plastics.
50. To purchase, hold, acquire mines, mining lease, mining rights, mining claims and metalliferous lands and to explore, search, work, exercise, develop, treat, find and to turn to account, ores all sorts of major and minor minerals working deposit of all kind of minerals and sub soil minerals and to crush, win, set, quarry, smelt, calcine, refine, dress, preserve, amalgamate, manufacturer, manage, manipulate and prepare for market ore, metal and mineral substances of all kind to carry on metallurgical operation in all its branches, to prepare, process, manufacture, assemble, fabricate, cast, fit, press, machine, treat, weld, harden, plate, temper, anneal

any kind of metals, and the consequential products.

51. To carry on all kinds of commission agency, auctioners, business and to act as selling agents, buying agents, clearing, carriage and forwarding agents, distributors, traders, dealers, or stockiest for goods products, and merchandise, of all kind and to make any collaboration, franchise arrangements with any government, state, company, corporation, authority or person for the aforesaid object in india or elsewhere in the world and to run departmental stores and chain stores

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do, all such acts, deeds, matters and things as may be necessary for the purpose of giving effect to the resolution."

8. To consider and if thought fit, to pass with or without modification (a) the following resolution as a Special Resolution :

"RESOLVED that pursuant to the provisions of Section 149(2A) of the companies Act 1956 approval be given to commencement, by the company, of new businesses as provided in sub-clauses 3,17,19,22,24,35,36,38 & 43 of Clause III (C) of the Memorandum of Association".

3. To purchase, acquire and hold with absolute or limited rights or on lease or otherwise and to erect, construct, and maintain land, building, houses, factories, mills, godowns, sheds and to sell, buy, exchange, barter, let or otherwise deal in land, building and other properties, to provide service, related to property as property dealer.
17. To carry on the business of manufacturers, processors, traders, dealers, distributors, buyers, sellers, importers, exporters, programmers, managers, operators, and agents, or to deal in any other manner (including loan licencing basis branding) in any of or all types and varieties of computer, data processors, word processors, electronic printers, all type of entertainment electronics and accessories, computer hardware, computer software accessories, equipments, intermediates, spares, salvageable parts, audiovisual media, demonstration machines, electronic typewriters, allied office equipment and stationery.
19. To carry on the business as merchants and agents for Petrols, Diesel, LDO, Furnace Oil, Oils, Lubricants, Greases, Spirit, Kerosene, Multifunctional fuel additives, gas, electricity and other motive powers.
22. To carry on the business of manufacturing, trading, dealing, marketing, importing, exporting, converting, synthesizing, refining, extracting and preserving of all kind of dyes, dyes intermediate, colours, polishes, and varnishes, soda, caustic soda, organic dyestuffs, synthetic paints, derivatives, organic surface active agent, glycerines, heavy water chemicals, salts and all other kind of organic and inorganic chemicals and also from the residue of substance obtained in the process of manufacture of the chemicals and preparation aforesaid and deal in such by products.
24. To carry on the business of manufacturing, trading, marketing, distributing, dealing, importing, exporting, chemically treating, refining and preserving, of all kind of ayurvedic, allopathic, homeopathic, unani medicines, herbal, drugs, contraceptives, sera, vaccines, surgical and scientific equipments, appliances, hospital equipments, cosmetics, toilet requisites and all kind of medicated products and formulations.
35. To carry on the business of hotel, restaurant, cafe, tavern, night clubs, casinos, discotheques, swimming pool, beer-house, refreshment room and lodging house keepers, health club, baths and dressing rooms, licence victuallers, wine, beer and spirit merchants.
36. To purchase, take on lease, hire, erect or otherwise acquire establish and equip, manage, administer, own act as collaborators technicians, of any other hotels, motels, holiday camps, restaurants, canteens, club, cafes, in India or in any other part of the world.
38. To construct, acquire, equip, manage club House with all appropriate accommodation and facilities like gaming rooms, sports complex, reading room, refreshment room, meeting room, recreation and entertainment rooms, amusement centre and parks.
43. To carry on the business of managing, operating, constructing, leasing and taking on lease, developing and maintaining, medical hospitals, clinics, health centres, pathological clinics, sanatorium, nursing home, rehabilitation centres, diagnostic centres, blood bank, eye bank, skin bank and all other activities of all allied nature.