

UNDER THE COMPANIES ACT, 1956

(1 of 1956)

COMPANY LIMITED BY SHARES

**Memorandum of Association**  
**of**  
**RAVILEELA GRANITES LIMITED**

- I. The name of the Company is RAVILEELA GRANITES 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 INCORPORATION ARE :
    1. To carry on the business of extracting, purchasing of, otherwise dealing in the granites and other minerals & metals in their raw or crushed form and to crush, win, get, quarry, smelt, calcine, refine, dress, amalgamate, manipulate, polish or otherwise prepare such granite stones, minerals & metals into slabs, tiles, monuments, decorative materials and other marketable commodities and to buy, sell, import, export, deal and market such finished commodities like monuments, slabs and tiles.

2. To buy, take on lease or carry on the business of acquiring on lease, or under a licence, concession, grant or otherwise acquire, granite and other mines and mining rights in any metalliferous lands in India or elsewhere and otherwise to explore, prospect and otherwise search for granite and other ores, mines and quarries and to raise, extract, buy, sell, import, export or otherwise deal in such ores and extracts in their raw form or blocks after crushing, refining and polishing.
3. To carry on the business as manufacturers, dealers, distributors, merchants, exporters, importers, stockists and agents for all kinds of cutting and polishing materials and chemicals for the processing and finishing of granite stone and other mine and mineral products.

**(B) THE OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE ABOVE OBJECTS :**

1. To enter into partnership or into any arrangement for sharing profits, amalgamation, union of interest, co-operation, joint venture, reciprocal concessions or otherwise, with any person, firm or company carrying on or engaged in any business, undertaking or transaction capable of being conducted so as to directly or indirectly benefit this Company or to amalgamate with any other company having objects altogether or in part similar to those of this Company.
2. To acquire the whole or any part of the undertaking and assets of any person, firm or company carrying on business within the objects of the Company and any lands, privileges, rights, contracts, property or effects held or used in connection therewith and upon any such purchases to undertake the liabilities of any such company, association, partnership or person.
3. To train or pay for the training in India or abroad of any of the Company's employees, officers, Directors, technicians or candidates in the interest and in furtherance of the Company's objects.
4. To procure the registration or other recognition of the Company in any court, state or place and to establish and regulate agencies for the purpose of the Company's business.
5. To negotiate, enter into agreements and contracts with any Foreign or Indian Companies, firms and individuals for technical assistance, knowhow and collaboration in the manufacturing, marketing, importing and exporting of any or all of the products which this Company is authorised to manufacture, market, import and export.
6. To apply for and obtain assistance from the Government and other organisations, companies, firms or individuals, national or international, for developing all or any of the business of the Company.
7. To promote any company or companies for the purpose of acquiring all or any of the property rights and liabilities of this Company or for any other purpose which may seem directly or indirectly calculated to benefit this Company.
8. To enter into any arrangement with any Government or State Authority, Municipal, Local or otherwise, that may seem conducive to the Company's objects or any of them and to obtain from such Government, State or Authority, rights, privileges and concessions which the Company may think it desirable to obtain in connection with its business and to carry out and comply with any such arrangements and to exercise, dispose of and turn to account any such rights, privileges and concessions.

9. To purchase or otherwise acquire and protect and renew in any part of the world any patent rights, brevets'de inventions, licences, and the like conferring any exclusive, or limited rights to their use or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company or the acquisition of which may seem calculated directly or indirectly to benefit the Company in connection with its business and use, exercise, develop or grant licence in respect of or otherwise turn to account the property, rights or information so acquired.
10. To expend money in experimenting upon and testing and improving or seeking to improve any patents, rights, inventions, discoveries, process or information of the Company or which the Company may acquire or propose to acquire in connection with its business.
11. To acquire from any firm, person or body corporate whether in India or elsewhere, technical information, knowhow, processes, engineering, manufacturing and operating data, plans, layouts, and blue prints useful for the design, erection and operation of the plants required for any of the business of the Company.
12. To lend money and to give such help whether monetary or otherwise on such terms and conditions with or without interest to such persons or companies and on such terms as may seem expedient to the Company in connection with its business and in particular to the members of the staff, customers and others having dealings with the Company but not to do the business of Banking within the meaning of the Banking Regulation Act, 1949.
13. To draw, make, issue, accept and endorse, discount and negotiate promissory notes, hundies bills of exchange, bills of lading, warrants, warehouse keeper's certificates and other negotiable, transferable or commercial or mercantile instruments connected with the business of the Company. The Company shall not carry on the business of Banking within the meaning of the Banking Regulation Act, 1949, in any such case.
14. Subject to the provisions of Section 58A of the Companies Act, 1956 and the rules made thereunder and the directives of the Reserve Bank of India in this behalf to borrow or raise or secure the payments of money and receive money on deposit at interest as may be thought fit by promissory notes, by taking credits or opening current accounts with any persons, firm, Bank or Company and whether with or without any security or by such other means as the Directors may in their absolute discretion deem expedient and in particular by the issue of debenture stock, perpetual or otherwise and as security for any such money so borrowed, issued, received and for such debentures, debenture stock so issued to mortgage pledge or charge the whole or any part of the property and the assets of the Company, both present and future, including its uncalled capital and to give the lenders power of sale and such other powers as may seem expedient and to purchase, redeem or pay off any such securities.
15. To invest or deal with monies and funds belonging to the Company not immediately required in such investment and in such manner as may from time to time be determined and to vary such investments and transactions.
16. To purchase, take on lease, hire or otherwise acquire any real or personal property and rights or privileges which the Company may think necessary or convenient for the purpose of its business and in particular lands and buildings, factory sites, easements, machinery, plant and stock-in-trade.

17. To pay for any properties, rights or privileges acquired by the Company in shares or debentures of the Company and partly in cash or otherwise.
18. To remunerate by cash or other assets or by allotment of fully or partly paid shares or by a call or option on allotment of shares, debentures, debenture stock or securities of this Company or in any other manner to any person or persons for services rendered to the Company.
19. To apply for or join in applying to and obtain from any Parliament or Legislative Authority, Government, Local, Municipal or other Authorities or Bodies, Indian or Foreign or with any land holders or other persons any Act of Parliament or other Act of Legislature, Laws, decrees, in connection with the business of the Company to obtain any provisional order or Act of Parliament or Legislature for enabling the Company to carry any of its objects into effect.
20. To make advances upon or for the purchase of materials, business, goods, machinery, stores and other articles required for the business of the Company.
21. To sell or in any other manner deal with or dispose of the under-taking or properties of the Company or any part thereof upon such consideration as the Company thinks fit and in particular for shares, stocks, debentures and other securities of any other company having objects altogether or in part similar to those of this Company.
22. To institute, defend, compound or abandon any legal proceedings by or against this Company or its officers concerning the affairs of the Company and also to compound or allow time for payment or satisfaction of any debts to the Company, demands by or against the Company.
23. To create any depreciation fund, reserve fund, sinking fund, insurance fund or any special or other fund, 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 any other purpose whatsoever conducive to the interest of the Company.
24. To refer any claims or demand by or against the Company to arbitration and to observe and carryout the terms of the award.
25. To pay all costs, charges and expenses incidental to the promotion and formation and registration and establishment of the Company.
26. To support, subscribe or contribute to or otherwise to assist or guarantee money for any charitable, benevolent, religious, scientific, national or public institutions or subjects or to any exhibitions or any public, general or useful purpose.
27. To provide for the welfare of the Directors and employees or ex-Directors and ex-employees of the Company and the wives, widows and families or the dependents or the connections of such persons by building of houses, or other dwellings or chawls, by grants of money, pensions, allowances, bonuses or other payments or by creating and from time to time subscribing or contributing to the provident fund and other associations, institutions, funds or trusts and by providing, subscribing, contributing towards places of instruction or recreation, hospitals and dispensaries, medical and other attendance and other assistance as the Company shall think fit.

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28. To advertise, publicise and promote the business of the Company in any manner as may be deemed expedient including advertisement in press, posting of bills, issue or publication of circulars, pamphlets, leaflets, catalogues, brochures or by circulation of mementoes, gifts and other articles.
  29. To aid pecuniarily or otherwise any association, body or movement having for its objects the solution, settlement of, surmounting of, industrial or labour problems or troubles or the promotion of industry or trade.
  30. To do all or any of the above things and all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them as principals, agents or otherwise and either alone or in conjunction with others.

(C) THE OTHER OBJECTS :

1. To carry on and undertake the business of trading, purchasing, selling, hiring or letting on hire and to deal in all kinds of movable, immovable properties including land, buildings, plant and machinery and equipment, vehicles, computers, ships, aircrafts, automobiles, generators and all consumer, commercial and industrial items and to lease or otherwise deal with them in any manner whatsoever as the Company may think fit and to assist financing of all and every kind of hire-purchase or deferred payment or similar transactions and to subsidise, finance or assist in subsidising or financing the sale, maintainance of any goods, articles or commodities of all and every kind and description upon the terms whatsoever and to purchase or otherwise, underwrite and deal in all forms or properties above mentioned including resale thereof, regardless of whether the property purchased and leased be new and/or used.
2. To carry on the business of general carriers, clearing and forwarding agents, ship chandlers, to establish and maintain transport services and make transport facilities to the public and for merchandise, earth moving equipments of every description whatsoever.
3. To carry on and undertake the business as manufacturers, dealers, distributors, exporters, importers, stockists and agents of all kinds of machinery, Machine Tools, machine accessories/spares and to undertake machanical job works on behalf of any person.

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

- (\* ) V. The Authorized Share Capital of the Company is Rs.12,00,00,000/- (Rupees Twelve Crores only) divided into 1,20,00,000 (One Crore Twenty Lakhs only) Equity Shares of Rs. 10/- (Rupees Ten only) each, with the rights and conditions attached thereto as are provided by the regulations of the Company for the time being with power to increase or reduce the Capital and divide the share in the new capital in several classes and to attach thereto respectively such preferential, qualified or special rights, privileges, conditions as may be determined by or in accordance with the regulations of the company for the time being and to vary, modify or abrogate any such rights, privileges or conditions may be permitted by the Companies Act, 1956 or provided by the Articles of Associations of the Company for the time being.

**(\* ) – Altered vide Special Resolution passed at the Annual General Meeting held on 27.12.1999.**

We, the several persons, whose names and addresses are subscribed hereunder 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

Sl. No.	Signatures, Names, Addresses, Occupations and Descriptions of Subscribers.	No. of Equity Shares taken by each Subscriber	Signature, Name, Address, Occupation and Description of Witness.
1.	<p>Sd/-</p> <p>NEELAM JAYANTH REDDY S/o Mr. N. Prabhakara Reddy, A-71, Stool &amp; Mines Complex, Srinagar Colony Extn., Hyderabad-500 873.</p> <p>Age : 33 Years</p> <p>Occupation : Business</p>	<p>10 (Ten only)</p>	<p>Sd/-</p> <p>C. HEMACHANDRA REDDY Chartered Accountant S/o C. Varada Reddy, 4-1-1008/4, Bogulkunta, Hyderabad-500 001.</p>
2.	<p>Sd/-</p> <p>PARVATHAREDDY SRINIVAS REDDY S/o Mr. P. Ravinder Reddy, 7-1-214/12, Ameerpet, Hyderabad-500 016.</p> <p>Age : 25 Years</p> <p>Occupation : Business</p>	<p>10 (Ten only)</p>	
Total Number of Equity Shares		<p>20 (Twenty only)</p>	

Place : Hyderabad

Date : 10th October 1990