
MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

INDUS FILA LIMITED

MEMORANDUM OF ASSOCIATION

OF

INDUS FILA LIMITED

Under the Companies Act, 1956 (I of 1956)
Company Limited by Shares

I. The name of the Company is **INDUS FILA LIMITED**.

II. The registered Office of the Company will be situated in the State of Karnataka.

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

(A) The main objects to be pursued by the Company on its incorporation are :

1. To carry out the business of Manufactures, Processors, Purchasers, Sellers, Importers, Exporters, Marketing Agents, Distributors, Stockists, Wholesale, Retail dealers, Printers, Bleachers, Dyers, Spinners, Twisters, Reelers, Designers, Weavers of Garments, Fabrics, Apparels, Hosiery and Textiles of all nature and description including those made from Polyester, Silk, Rayon, Nylon, Terene, Cotton, Wool, Leather, Man-made Fibres, Synthetic Fibres, and in men's, women's and children's clothing and wearing apparel of every kind, nature and description, blankets, shawls, tweeds, linens, flannels and material of every kind, nature and description including buttons, labels, zip fasteners, lining material, buckles, cufflinks, stitch buttons, articles of wool, worsted materials and of all the articles similar to the foregoing and any of them or connected therewith and to act as Technical Consultants in these fields and to render such technical assistance or services in India and abroad.
2. To undertake and engage in or to carry on the activity of textile processes like calendaring, sizing, dyeing, bleaching, shrinking, finishing, mercerizing, texturing, printing, stamping and other textile processes for yarns, threads, woven or non-woven fabrics, hosiery, knitted garments and apparels, made of cotton, jute, hemp silk, art-silk, nylon, wool, synthetic, man-made fibres and filaments like terence, terecot, polyester and others being produced and used at present and as may be produced and used in future.
3. To carry on the business of importers, exporters, bleachers, dyers, printers, spinners, doublers, weavers, manufacturers, ginners, packers, buyers, sellers, dealers of raw cotton or finished cotton, bales, cotton yarn, cloth, linen, flax, jute, hemp, silk, wool and any other fibrous materials and all other natural, man-made, synthetic fibre, the cultivation thereof, fabric whether netted or looped and process all such fibres and to carry on anywhere in India or abroad the business as importers, exporters, manufacturers of and dealers in all types of plant and machinery and chemicals used in production of the above products and the business of consultancy in all its branches and without limiting the generality of the foregoing to render designing and engineering services and provide technical know-how to run and maintain plants and machinery for manufacture of the above products.

4. To appoint dealers, stockists, agents and to establish branches, sales depots / retail outlets for all or any of the above mentioned products and related items and to act as exporters, importers, indentors, stockists, sales / service agents for the India/overseas principals of all or any of the above products and related items.

(B) The objects incidental or ancillary to the attainment of the main objects :

1. To purchase acquire, take on lease or in exchange or any other lawful manner any area, land, buildings, structures, sheds, godowns and to turn the same into account, develop, alter, improve or renovate the same and dispose of or maintain the same for the purpose of the business of the Company.
2. To take over, acquire and obtain the assets and liabilities, business goodwill or undertaking of any other Company, association, person or firm or to arrive at an arrangement with or to act in union with or to amalgamate with other Company and carry on the business or manufacture jointly or otherwise as may be conducive to and beneficial for such combination or concern or the Company in such state or union, combine or co-ownership or to enter into pooling or such other arrangement to obviate competition with any other Company or companies or concern or persons as may be considered expedient or necessary or advantageous to the Company.
3. To apply for purchase or otherwise acquire and protect, prolong and renew in India brevets d'invention, trade marks, patents, processors, devices, formulas goodwill, right designs, license, protections, concession and the like conferring any exclusive or non-exclusive or limited right to use any secret or other information of 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 directly or indirectly be to the benefit of the Company and to use, exercise, develop, manufacture or grant licenses or privileges in respect of or otherwise turn to account the property, rights and information so acquired and to carry on any business in any way connected therewith or to deal with or dispose of the same in any manner whatsoever.
4. To acquire from time to time and to manufacture and deal with all such stock-in-trade, goods chattels and effects as may be necessary or convenience for any business for the time being carried on by the Company.
5. To establish, provide, maintain and conduct or otherwise subsidise research laboratories and experimental stations, workshops for scientific and technical research and experiments, to undertake and carry on scientific and technical researches, experiments and tests of all kinds to promote studies and researches both scientific and technical investigations and inventions by establishing, arranging for, providing, subsidizing and endowing or assisting laboratories, workshops, libraries, lectures, seminars, meetings and conferences and by providing or contributing to the remunerations of scientific or technical experts, professors or teachers and by contributing to the award of scholarships, prizes, grants to students or otherwise and generally to encourage, experiments, tests and inventions of any kind that may be

considered likely to assist any business which the Company is authorized to carry on.

6. To erect, repair, renovate, purchase, take on lease or hire or otherwise acquire or hold any merchandise fixed or movable machinery, appliance, tools, equipment, engines, components, stores and spare parts of all nature and description pertaining to the business of the Company.
7. To provide, establish, maintain, control, manage, improve, assist, contribute, acquire, subsidise, hold, operate, obtain or do such other act or acts as are conducive to the attainment of the main objects.
8. To provide for the welfare, convenience, entertainment, amelioration, education, development and assurance of the employees or ex-employees of the Company, their wives, widows and families or the dependents of such persons by building or contribution for the building of houses, dwellings or chawls or by grants of money, pensions, gratuity, privileges, relief, allowances, bonus or other payments or by creating and from time to time subscribing or contributing to provident funds and other associations, institutions, funds or trusts and by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and other attendance and other assistance as the Company shall think fit and to subscribe or contribute or otherwise to assist or to guarantee or objects which shall have any moral or other claim for support or aid by the Company either by reason of locality of operation or of public and general utility or otherwise and to create trusts for carrying out all such objects.
9. To enter into contracts with Government whether local, provincial or central in the Union of India or elsewhere in the world for the purchase and sale of goods, commodities, articles, machineries, shares, stocks, debentures for the business of the Company.
10. To carry on trade, business, manufacturing in the Union of India or in any other part of the world in connection with any merchandise, commodities, goods, wares, produce products, articles and things and to purchase or otherwise acquire and exchange and sell and resell or otherwise dispose of or deal in either for future or ready delivery and either absolutely or conditionally or to manufacture or to do work upon any merchandise commodities, goods, wares, produce, products, articles and things dealt or traded in by the Company and to cover any such purchases or sales by options, cross contracts or otherwise, to acquire by concession, grants, purchase, barter, lease, license or otherwise either absolutely or conditionally and either alone or jointly with others, any lands, buildings, machinery, plant, utensils, works conveniences and other movables and patents, trade marks, concessions privilege and other rights, for the objects and business of the Company and to purchase, acquire, construct, develop, maintain and alter any land, buildings or works necessary or convenient for the purpose of the Company and to pay for such lands, buildings, works property or rights or any other property or rights purchased or acquired by or for the Company by shares, debentures, debenture stocks, bonds or other securities of the Company or by cash or otherwise and to manage, develop sell, let on lease or for hire or otherwise

dispose of or turn or account the same at such time or times and in such manner and for such consideration as may be deemed proper or expedient.

11. To acquire by concession, grants, purchase, barter, lease, exchange, license or otherwise any tract or tracts of country in the Union of India or elsewhere in the world together with such rights as may be agreed upon and granted by government, sovereigns, rulers or owners thereof and to expend such sums of moneys as may be deemed expedient, requisite or advisable in exploration, survey and development thereof.
12. To search for and to purchase or otherwise acquire from any Government, state or any other authority, public or private, any licenses, concession, contracts, grants, decrees, rights etc., capable of being turned to account and in particular any rights or concessions either for purposes of obtaining motive power or otherwise and to work, develop, carry out, exercise and turn into account the same.
13. To apply for tender, purchase or otherwise acquire contracts, sub-contracts, license and concessions for or in relation to the objects or business mentioned herein or any of them to undertake, execute, dispose of or otherwise turn into account the same.
14. To purchase or otherwise acquire, erect, maintain, reconstruct, adopt any building, offices, workshops, warehouses, factories, mills, plants, machines, accessories and other things found necessary or convenient for the purpose of the Company and also to extend the business of the Company by adding to, altering, enlarging or pulling down, removing or replacing all or any of the building, mill premises and machinery for the time being the property of the Company on all or any part of the lands being the property or in possession of the Company and by expending from time to time such sum of money as may be necessary or expedient for the purpose of improving, adding to, altering and maintaining the building, machineries and properties of the Company.
15. To construct, acquire, establish provide, maintain and administer factories, estate railways, buildings, water reservoirs, sheds, channels, pumping installations, generating installations, pipelines, garages and accommodation of all description in connection with the business of the Company.
16. To enter into partnership or into any arrangement for sharing or pooling profits, amalgamation, union of interests, co-operation, joint venture, reciprocal concession or otherwise to amalgamate with any person, firm, corporation or government or Company in India or elsewhere in the world carrying on or engaged in or about to carry on or engage in or any business undertaking or transaction which may deem capable of being carried on or conducted so as directly or indirectly to benefit the Company.
17. To remunerate by allotment of fully or partly paid-up shares or by a call or option on shares or in any other manner of the Company's capital or otherwise to any person or firm for services rendered in introducing any property or business subject to the provisions of the companies Act, 1956.

18. To acquire and hold shares, stockists, debentures, debenture stocks, bonds obligations and securities issued or guaranteed by any Company constituted and carrying on business in India or elsewhere in the world or by any governments, municipality, public body or other local authority, to acquire by original subscription, tender, purchase, exchange or otherwise and to subscribe for the same either conditionally or otherwise and to guarantee the subscription thereof and to exercise and enforce all rights and powers conferred by or incidental to the ownership thereof and any such shares, stocks, debentures, debenture stock, bonds, obligations and securities to sell or otherwise dispose of. To draw, make, accept, endorse, discount, execute, an issue and negotiate cheques, promissory notes, bills of exchange, bills of lading, letter of credit, coupons, dock warrant delivery orders, railway or motor lorry receipts, debentures and other negotiable instruments documents of title or securities and to open accounts with any individual, firm or Company or with any bank / banks or bankers or shroffs and to operate the same.
19. To make advances with or without security and upon such terms as the Company be approve, provided however, that the Company shall not carry on any banking business as defined in the Banking Regulation Act, 1949.
20. To lend money to such person or companies on such security and either with or without the borrower's personal security or on personal security alone and on such terms and conditions as may be thought fit and in particular to customers of and persons having dealings with the Company and to guarantee the performance of contracts by any such persons.
21. To lend, invest or otherwise deal with the moneys of the Company not immediately required, upon such securities or without securities and in such manner as may from time to time be determined and that free from any restrictions imposed by statute upon the investment of trust funds.
22. Subject to the provisions of Section 58-A of the Act and directives of Reserve Bank of India, to borrow or raise money or to receive or to accept money as deposit or loan with interest or otherwise in such manner as the Company may think fit and in particular by the issues of debentures of debenture stock, perpetual or otherwise including debentures of debenture stock convertible into shares of this Company or perpetual amenities and in securities of any such moneys so borrowed raised or received. To mortgage, pledge, hypothecate or otherwise charge the whole or any part of the property, assets or revenue of the Company, present or future including its uncalled capital by such assignment or otherwise or to transfer or convey the same absolutely or in trust and give the lenders power of sale and other powers as may seem expedient and to purchase, redeem or pay off any such securities.
23. To engage in, donate or raise funds for all kinds of social welfare and charitable work and objects and all activities which advance human knowledge, alleviate human suffering and raise the standard of living, create and promote mutual understanding and peace among the people and are conducive to human happiness, welfare, harmony, advancement and material and social well being.

24. To establish and maintain agencies and branches and to procure registration or recognitions of the Company and to carry on business in the Union of India or any part of the world and to take such steps as may be necessary to give the Company such rights and privileges in any part of the world as are possessed by local companies or partnership or as may be thought desirable.
25. To make advance or such sum or sums of money upon or in respect of or for the purchase of raw materials, goods, machineries, stores or any other property, articles and things required for the purposes of the Company upon such terms with or without security as the Company may deem expedient.
26. To pay all costs, charges and expenses preliminary and incidental to the promotion, formation, establishment and registration of the Company.
27. To procure the registration or incorporation or recognition of the Company in and / or under the laws of any place within and outside India.
28. To employ consultants within normal course of business experts, to investigate, examine into the conditions, prospects, value, character and circumstance of any business concerns and undertakings and generally of any assets, property or rights, with the object of finding out suitable transactions.
29. To exchange, sell, convey, mortgage, assign or let on lease the whole or any part of the property (whether movable or immovable) of the company and to accept as consideration for or in lieu thereof other land or cash or Government securities or securities guaranteed by any Government, State or Authority or shares, debentures, stock, bonds or securities of any joint stock Company or companies or partly the one or partly the other or such other property or securities as may be determined by the Company and to take back or reacquire any property so disposed of by repurchasing or leasing the same for such price or prices and on such terms and conditions as the Company may think fit.
30. To enter into and to complete conveyance, dispositions, assignments, transfers, leases contracts, co-parcenary agreements, licenses and other contracts or writing of every description requisite for or incidental to or connected with any of the Company's objects or conducive to the attainment thereof.
31. To adopt such means of making known the products manufactured or dealt in by the Company as may seem expedient and in particular by advertising in the press, by circulars, posters, by purchase and exhibition of work of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations, (including donations to any fund for charitable or public purposes).
32. To depute any member of the staff of the Company for sale promotion to any place in India or abroad.

33. To promote any other Company for the purposes of acquiring all or any of the property and liabilities of this Company or for any purposes which may seem directly or indirectly to benefit this Company.
34. To purchase, take on lease or in exchange, hire or otherwise acquire and to hold and deal with any movable or immovable property (including actionable claims, patents, patent rights, inventions, concessions, shares, stocks and debentures) or obligations of any Company and to spend money in experimenting upon, testing or improving any patents invention or rights and upon distribution of assets or division of profits, to distribute any such property amongst the members of this Company in specie on its winding up.
35. To insure any of the properties, assets, undertaking, contracts, guarantees or obligations of the Company of every nature and kind of any means whatsoever.
36. To distribute as bonus shares amongst the members or to place to reserve or otherwise to apply as the Company may from time to time determine any moneys received from the sale by the Company, of forfeited shares or any moneys received by way of premium on shares or debentures by the Company.
37. To aid peculiarly or otherwise any association or movement having for an objects the solution, settlement or surmounting of industrial or labour problems or troubles or the promotion of industry and trade.
38. To subscribe or contribute or otherwise to assist or guarantee money to charitable, benevolent, religious, scientific, national, public or any other institutions, subjects or purposes or for any exhibition, subject to the provisions of the Companies Act, 1956.
39. Subject to the provision of the Act, 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 any property or assets of the Company including the shares, debentures or other securities of any other Company formed to take over the whole or any part of assets or liabilities of the Company, in the event of winding up.
40. To spinoff, demerge or amalgamate with Company or companies having objects altogether or in part similar to those of this Company.
41. To pay off properties, rights or privilege acquired by the Company wither in shares of the Company or partly in shares and partly in cash or otherwise.
42. To receive money on deposit, securities, valuables at interest or otherwise from any person, firm, company, trust, state, organization government municipal, local or any other authorities, concerns, corporations or boards or otherwise but not to carry on any banking business as defined in the Banking Regulation Act, 1949, the acceptance of deposit shall be subject to the provisions of Section 58A of the Companies Act, 1956 and the rules framed thereunder.

43. To 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 trustees, agents or otherwise and either alone or in conjunction with others.
44. To acquire or to take over all such licenses and permit sanctioned in the name of promoters prior to incorporation to attain main objects of the Company.
45. To sell, exchange, let, develop, dispose of or otherwise deal with undertaking or all or any part of the rights and properties of the Company upon such terms and conditions and for such price or other consideration of any kind as the Company may think fit.
46. To constitute any trusts with a view to the issue of preferred, deferred or any other special stocks or securities based on or representing any shares, stocks or other assets specifically appropriated for the purpose of any such trust and to settle and to regulate and if thought fit, to undertake and execute any such trust, to issue, dispose of or hold any such preferred, deferred or other special stocks or securities.
47. To guarantee the payment of money unsecured or secured by or payable under or in respect of promissory notes, bonds, debentures, contracts, mortgages, charges, obligations, instruments and shares or securities of any Company or of any authority, supreme, municipal, local or otherwise or of any person whosoever, whether incorporated or not and generally to guarantee or become sureties for the due payment of any loans or the performance of any contracts or any obligations, upon such terms as the directors may consider fair and expedient.
48. To grant scholarships to scholars for carrying on research work on scientific or other subjects and to establish or promote or aid the establishment of Scientific Research Institutes or other similar bodies.
49. To distribute the properties of the Company amongst the members in specie or kind consequent upon the winding of the Company.
50. To distribute among members of the Company in kind, any property of the Company and in particular any shares, debentures or security of other companies, belonging to this Company or of which this Company may have the power of disposing.
51. To enter into agreement and contracts with Indian or Foreign individuals, companies or other organizations for placement, technical, financial or any other advice and for carrying out of all or any of the objects of the Company.
52. To advertise and adopt means of making known the activities of the Company or any articles or goods traded or dealt in by the Company in any way as may be expedient, including the posting of bills in relation thereto and the issue of circulars, books, pamphlets and participating in local and international exhibitions / Competitions.

53. To obtain any provisional order or act of legislation for enabling the Company to carry out any of its objects into effect or for effecting any modification of the Company's constitution or for any other purpose which may seem expedient and to oppose any proceedings or application which may seem calculated directly or indirectly to prejudice the Company's interest.
54. To undertake and execute any contract or contracts for works involving the supply or use of any machinery or power and to carry out any ancillary or other works comprises in such contract or contracts.
55. To facilitate and encourage the creation, issue or conversion of debentures, debenture-stock, bonds obligations, shares, stocks and securities and to act as trustee in connection with any such securities.
56. To form, acquire, incorporate or promote any Company or companies in India having amongst its or their objects the acquisition of all or any of the assets or control, management or development of the Company or any other objects which in the opinion of the Company could or might directly or indirectly assist the Company in the management of its business or the development of its properties or otherwise prove advantageous to the Company and to pay all or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or Company in any manner it shall think fit for services rendered or to be rendered in or about the formation or promotion of the Company or the conduct of its business or in or about the promotion or formation of any other Company in which the Company may have an interest.
57. To issue a fully or partly paid up any shares, securities, bonds, debentures or other obligation of the Company in consideration of any property transferred or services rendered to the Company and adopt any consideration for any property sold or otherwise disposed off by the Company fully or partly paid up shares or securities or bonds, debentures or other obligation of any other Company.

(C) THE OTHER OBJECTS NOT INCLUDED IN (A) AND (B) ABOVE :

1. To carry on the business of dealers, importers, exporters, distributors and manufacturers of dyes, chemicals, colours textile machineries, accessories ancillaries, spares, garments and hosiery goods.
2. To carry on the business of combers, ginnerers, spinners, worsted spinners, weavers-either on power loom or on handlooms, Pressers, Packers and Manufacturers of yarn, fabric, hosiery, knitted garments, apparel, made of cotton, jute, hemp, silk, art-silk, nylon, wool, synthetic, man made fabrics and filaments like terrene, terecot, Polyester and other being produced and used at present and as may be produced and used in future.

3. To purchase, sell or contract of purchase or sale for immediate or future delivery either for cash or for credit either in wholesale or in retail, cotton, yarn, Fabrics, cloth, other textile manufactures made of cotton, wool, silk, hemp, flaxs, jute, waste and synthetic, man-made- fibres of the type of terence, terecot, polyester etc. and other materials like milk stores, oil, chemicals, fuel, packing materials, machine-spares and other materials and thing necessary and useful for ginning, spinning, combing weaving, manufacturing, packing bailing and other textile processor.
4. To carry on the business as manufacturers and sellers of all kinds of textile auxiliaries and materials such as wetting out agents, designing, agents, sizing agents, gums and allied chemicals and wetting detergents and kier boiling agents, level dyeing, stripping and retarding agents, sulpharated oils, textile soaps including monopol soap.
5. To carry on the business of manufacturers, producers, purchasers, sellers, processors, distributors, importers, exporters and dealer in all kinds of oils, oil seeds, grains, cereals, spices, fertilizers, food products, insecticides, pesticides, products and by products therefrom.
6. To carry on the business of real estate including acquiring of land, plots and constructing thereon flats, offices, shopping centers and selling them on ownership basis or otherwise.
7. To carry on the business of software development, marketing internet services, cybercafé, multimedia, software park, hardware, data transmission and related activities.
8. To manufacture, produce, assemble, buy, sell, distribute, lease, import, export, exhibit, use, manipulate, work or otherwise deal in all kinds of Machinery, equipment and aids used for the Manufacture of Garments, fabrics and textiles.
9. To carry on the business of agency or agencies of all kinds, dealers, importers, exporters, merchants, wholesaler and retailers and to act in any other capacity in India or elsewhere and to deal with any commodity or article which may be required for domestic, industrial, commercial or other purpose.
10. To carry on all types of selling and purchasing activities (within the internal and external markets on its own or as sales, purchase or commission agent and brokers), to act as service agents for providing after sale and other technical services and to carry on business of marketing and technical consultants both in the internal and external markets.

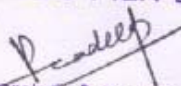
11. To carry on the business of Finance and Investment and to underwrite, invest in and acquire and hold, sell, buy or otherwise deal in shares, debentures, debenture stock, bonds, units, obligations and securities issued or guaranteed by any Government, State, Municipality, Commissioner, Trust, local port, firm or person or public authority or body and shares, stocks, debentures, debenture stocks, bonds, obligations and securities issued and guaranteed by any company, corporation, firm or person, whether incorporated or established in India or elsewhere by original subscription, syndicate participation, tender purchase, exchange or otherwise and to subscribe for the same either conditionally or otherwise and to guarantee the subscription thereof, to underwrite issue on commission or otherwise take, hold, deal in and convert stocks, shares and securities of all kinds; to borrow as well as to advance and lend money with or without security upon such terms and conditions as may be arranged and to stand guarantee.
12. To finance industrial enterprises and to promote companies engaged in industrial and trading businesses and to manage investment pools, mutual funds, syndicates in shares, stocks, securities, finance and real estate.
13. To purchase, acquire, take on lease or in exchange or in any other lawful manner any area, land, buildings, structures and to turn the same into account, develop the same and dispose of or maintain the same and to build townships, markets or other buildings residential or commercial and to equip the same or part thereof with all or any amenities and to deal with the same in any manner whatsoever and by advancing money to and entering into contracts and arrangements of all kinds with builders, tenants and others.
14. To construct, erect, build, repair, remodel, demolish, develop, improve, grades, curve, pave, macadamize, cement and maintain buildings, structures, houses, apartments, hospitals, schools, places of worship, highways, roads, paths, streets, sideways, courts, alleys, pavements and to do other similar construction, leveling or paying work and for these purposed to purchase, take on lease or otherwise acquire and hold any lands and prepare lay-out thereon or buildings of any tenure or description wherever situate or rights interest therein or connected therewith.

15. To carry on the business as manufacturers, dealers, stockists, commission agents and brokers in any and every commodity merchandise or articles which can be conveniently dealt in and carried on by Company.

IV. The liability of members is limited:

V. **The Authorised Share Capital of the Company is Rs. 40,00,00,000 (Rupees Forty Crores Only) divided into 4,00,00,000 (Four Crores) equity share of Rs. 10/- (Rupees Ten) each. The Company has the power, from time to time to increase or reduce its capital and divide the shares in the capital for the time being into other classes and to attach to respectively, such preferential deferred qualified or other right, 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 right, privilege or conditions or restrictions in such manner as may for time being be permitted by the Articles of Association of the Company or the legislative provision for the time being enforce in that behalf.**

For INDUS FILA LTD.,


Company Secretary & Compliance Officer

The above alteration is approved vide Board Resolution dated 12.01.2008 & EGM dated 14.02.2008

We, the several persons, whose names and 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 to our respective names.

Sl. No.	Names, Addresses, Descriptions and Occupations of the Subscribers	No. of Equity Shares taken by each Subscriber	Signature of the Subscribers	Signature, Name Address, Description and Occupation of the Witness
1.	NARAYANDAS S/o Chhaganlal Mandhana No. 106, 3 rd Main 1 st Block, R.M.V. II Stage Dollars Colony BANGALORE – 560 092 BUSINESS	100 (One Hundred Only)	Sd/-	Sd/- V. BALAJI BHAT S/O. S. Venugopal Bhat, No. 64, Vijaya Nivas, Dena Bank Colony Gangenahally, BANGALORE – 560 032 CHARTERED ACCOUNTANT
2.	SAVITA W/o Nitin Mandhana No. 106, 3 rd Main 1 st Block, R.M.V. II Stage Dollars Colony BANGALORE – 560 092 BUSINESS	100 (One Hundred Only)	Sd/-	
	Total	200 (Two Hundred Only)		

Dated this the 3rd day of June, 1999 at Bangalore.