



Memorandum & Articles
of
Association
of
NEERAJ PAPER MARKETING LIMITED



For NEERAJ PAPER MARKETING LTD

Deep
Director



प्रारूप एक
FORM 1

निगमन का प्रमाण-पत्र

Certificate of Incorporation

सं०. 55-66194..... का सं०..... 1916.....

No. 55-66194..... of..... 1994-95.....

मैं एतद् द्वारा प्रमाणित करता हूँ कि आज..... नीरज पेपर मार्केटिंग लिमिटेड .

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

I hereby certify that **NEERAJ PAPER MARKETING
LIMITED**

is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that
the Company is limited.

मेरे हस्ताक्षर से आज ता० 18 फाल्गुन, 1916..... को दिया गया।

Given under my hand at **NEW DELHI** this 9th.....
day of **MARCH**..... One thousand nine hundred and **NINETY FIVE**.....



Sd/-

(अ० वहाब अन्सारी)

अपर कम्पनी रजिस्ट्रार

रा. रा. क्षेत्र दिल्ली एवं हरियाणा

(A. W. ANSARI)

Addl. Registrar of Companies
N.C.T. OF DELHI & HARYANA

FOR NEERAJ PAPER MARKETING LTD

A. W. Ansari
Director

COMPANY NO. ...55-66194.....



Certificate for Commencement of Business

व्यापार प्रारम्भ करने का प्रमाण-पत्र

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

कम्पनी अधिनियम 1956 की धारा 149 (3) के अनुसरण में

I hereby certify that the..... **NEERAJ PAPER MARKETING LIMITED**.....

में एतद् द्वारा प्रमाणित करता हूँ नीरज पेपर मार्केटिंग लिमिटेड

which was incorporated under the Companies Act, 1956 on

जो कि कम्पनी अधिनियम, 1956 के अन्तर्गत पंजीकृत की गई थी दिनांक 18 फाल्गुन, 1916.....

theNINTH.....day of MARCH.....1995.....

and which has filed duly verified declaration in the

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

prescribed form that the conditions of section

कर दिया है कि उसने धारा 149(2) (क) से (ग)

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

को सभी शर्तों का अनुपालन कर दिया है, अतः व्यापार आरम्भ करने का

to commence business

अधिकारी है।

Given under my hand at NEW DELHI

मेरे हस्ताक्षर से आज दिनांक..... 13 वैश्व, 1917.....

this.....THIRD.....day ofAPRIL..... One thousand nine

hundred and Ninty Five.

को जारी किया गया।



Sd/-

(पी० शीला)

सहायक कम्पनी रजिस्ट्रार

रा. रा. क्षेत्र दिल्ली एवं हरियाणा

(P. Sheela)

Asstt. Registrar of Companies

N.C.T. OF DELHI & HARYANA

For NEERAJ PAPER MARKETING LTD

[Signature]
Director

(THE COMPANIES ACT 1956 & 2013)

(COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION

OF

Neeraj Paper Marketing Limited

- I. The Name of the Company is **NEERAJ PAPER MARKETING LIMITED.**
- II. The Registered office of the Company will be situated in the National Capital Territory of Delhi.
- III. (A) The objects to be pursued by the Company on its incorporation are:-
 1. To carry on the business as exporters, importers, distributors, market makers manufacturers and/ or otherwise dealers in all kinds and classes of paper, paper board, and paper pulp including writing paper, printing paper, absorbent paper, newsprint paper, wrapping paper tissue paper, cover paper blotting paper, filter paper, antique paper, ivory finish paper, coated paper, art paper, bank bond paper, badami, brown or buff paper, bible, cartidge paper, cloth lined paper, azurelaid and wove paper, grease proof paper, gummed paper, hand-made paper, parchment paper, drawing paper, kraft paper, manilla envelop paper, tracing paper, vellum paper, water proof paper, carbon paper, sensitise paper, chemically treated paper, paste-board, duplex and triplex board, valcanised fibre, hard board, plywood board, mica board, post cards, visiting cards, soda pulp, mechanical pump, sulphite pulp, semi-chemical pulp, and also to deal in or manufacture and other articles or things of a character similar or analogous to the foregoing or any of them or connected therewith.
 2. To acquire take over and run the existing running business of M/s. Tanvi traders and the said firm shall stand dissolved on such take over.
 3. To carry on the business of buying, selling, reselling, importing, exporting, transporting, storing, developing, promoting, marketing or supplying, trading, dealing in any manner whatsoever in all type of goods or products on retail as well as on wholesale basis in India or elsewhere including but not limited to steel & steel products, organic and inorganic chemicals of all types, ethanol and petroleum products, gases including natural gases, bagasse, husk and other agro waste used for manufacturing of the paper, cotton fabric & all varieties of rubber and domestic fuel manufactured by coal, wood, coke or other petroleum products etc.

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B) Matters which are necessary for furtherance of the objects specified in Clause III (A) are:-

1. To acquire, collect, formulate and prepare the technical details, specifications, drawings plans, blue prints for fabrication or manufacture of any machinery, machine plant component, part of accessories of any particular design, shape or material.
2. To acquire the patents, trade mark concession, and/or any protected processes or privileges or exclusive or restricted right or interests in respect of any or all or about any particular technique or their process of fabrication or manufacture of any parts, components, machine, machinery or plant and/or for the purpose of functioning any machinery plant or component and/or grant, lease or subject or transfer or dispose of for or without consideration in such trade marks concessions, or interests to any other person or association of persons or persons, institution for any definite geographical territories.
3. To acquire and undertake the whole or any part of business, property and liabilities of any person or company carrying on any business which this company is authorised to carry on or possessed of property suitable for the purpose of this company.
4. To draw, make, endorse, accept, execute, transfer, purchase and issue bills of exchange, promissory notes, bills of lading, cheques, railway receipt, Government securities, deeds and documents of title, warrants, bonds debentures and other negotiable or transferable instruments or securities in connection with the business of the Company subject to Reserve Bank of India's directions issued from time to time.
5. (a) To enter into agreement and contracts with Indian or Foreign individuals, companies or other organisations for technical financial or any other collaboration or assistance for carrying out all or any of the objects of the company.
 (b) To make use of the import licences, industrial licences and other rights and privileges secured by the promoters of the Company before its formation by obtaining a transfer of such licences, rights and privileges in favour of this Company or otherwise.
 (c) To undertake and execute any trusts, undertaking of which seems desirable and also to act as executor, administrator, receiver and keep for company, firm, person, Government or local authorities, any register relating to any stocks, funds, shares or securities or to undertake any duties in relation to registration of transfer, the issue of certificate or otherwise.
6. To sell, exchange, mortgage, lease on royalty or tribute grant licences, easements, options and other rights over and in any other manner deal with or dispose of the undertaking, Property assets, rights and effects of the Company or any part thereof on such consideration as may be thought fit and in particular for stocks, shares whether fully or partly paid up or securities of any other Company.
7. To purchase, take in lease or in exchange or on hire or otherwise acquire any movable immovable property and any rights or privileges which the company may think necessary or expedients for the purpose of its business and in particular any land, building, works, plants, machineries and/or to sell, improve, develop, let-out, exchange, lease out, mortgage dispose of turn to account or otherwise deal with all or any part of the property and rights of the Company for such consideration as may be thought fit, wholly to partly in cash or fully or

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partly paid shares, debentures or security or exchange of any movable or immovable property, assets and effects.

8. To purchase, sell, exchange, transfer and dispose of furniture's, fittings, equipments vehicles and conveyances, automobiles and livestock for and of the Company in the ordinary course of its business.
9. To apply for, purchase, or otherwise acquire, sell, exchange or transfer, any patents, trademarks, rights, licenses, authorities, concessions, privileges and the like conferring any exclusive or nonexclusive or limited right to use, or any, secret device or other information as to any invention or business which may be capable of being used for any of the purpose of the Company or the acquisition of which may seem, directly or indirectly to benefit the Company, and to use exercise, develop or grant licences and authority in respect of or otherwise turn to account the property, rights or information so acquired.
10. To insure the whole or any part of the Company or any goods, commodities, articles, products, property and assets for the time being in possession or in charge of the Company for which the Company may be liable, whether wholly or in, part, and to protect and indemnify the Company from liability or loss in respect thereof, either fully or partly.
11. To invest and deal with the moneys of the Company not immediately required upon such securities and in such manner as may from time to time be determined.
12. To create and issue ant shares, debentures and stocks of the company at par or at difficult and to redeem, cancel or accept surrender of same subjects to sections 100 to 104 of the companies Act, 1956/Chapters IV of the Companies Act, 2013 as may be applicable.
13. To lend money to and to guarantee the performance of contract by such persons on such securities or without security and on such terms as may seem expedient subject to the directions of the R.B.I, issued from time to time.
14. To receive moneys in deposits, borrow or raise or provide for or secure the repayment of borrowings by or borrowings guaranteed by the company in such manner as the company shall think fit and in particular by the issue of debentures bond or securities secured or unsecured, with floating or fixed charge, perpetual or otherwise charged upon all or any of the Company's property, effects and effects and stock in trade (both present and future) including the uncalled capital and the rights of the company and upon such terms as to priority or otherwise as the Company shall think fit, and to purchase, redeem and pay off such securities, but the Company shall not carry on the banking business.
15. To guarantee the payment of money secured or unsecured by or payable under or in respect of the promissory notes, bonds, debentures, debenture stock, and contracts, mortgage, charges, obligations, instruments, and securities of any person firm, company or of authority, supreme, municipal, local or otherwise whether incorporated or not and generally to guarantee or become sureties for the payments of principal or interest there on of dividends on any stock or shares of any company or, the performance of any contract or obligation by any person firm or company, whatsoever in connection with the business of the Company.

OF NEERAJ PAPER MARKETING LTD

Neeraj
Director

16. To appoint trustee (whether a person, firm or company) to hold securities on behalf of and to protect the interest of the Company, its members, debenture holders and creditors.
17. To sell, transfer or dispose of the undertaking of the company; all or part of the assets, tangible or intangible and liabilities of the Company to sell or transfer the Company as a going concern, to form companies in which the company may be amalgamated to absorb into and amalgamate with the Companies formed by others, to form Companies with a view to reconstructing the Company without forming any Company, to absorb other companies whether formed by this Company or by others; and in all cases to receive or pay the consideration in the shape of cash, shares, debentures, bonds, securities, transfer or exchange of property present or future, personal or real, reversions, rights or in any other shape, subject to section 391 to 394 of the Companies, Act, 1956/ Chapters XV of Companies Act, 2013 as may be applicable.
18. To acquire the business of any person, firm, individual, Hindu-Undivided family, Company, society, corporation or association of person by taking over all or any assets or liabilities and to pay or receive consideration there on wholly or partly in the shape of cash debentures, shares, bonds, transfer or exchange of property both present and future, personal or real, reversion right or in any other shape.
19. To promote any company or companies to carry out any function or business or affairs of this Company or the carry out any of the object of the Company subject to the Companies Act, 1956/Companies Act, 2013 as may be applicable.
20. To enter into any arrangement with any Government or authority Indian or Foreign, municipal, local body or other public or quasi-public anybody corporate that may seem conducive to the Company's objects or any of them and to obtain from any such Government authority, Company, or corporation all rights, concession and privileges which the Company, may think desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions,
21. To appoint agents, sub-agents, depot-holders, factory representatives, distributors, attorneys and correspondents of the business or for the purposes of the Company or to carry out any of its object.
22. To pay all or any costs, charges and expenses preliminary and incidental to the promotion, establishment and incidental to the promotion, formation, establishment and Registration of the Company and the issue of the Memorandum or Article of Association and all application to Courts on behalf of the Company and all legal charge incurred or to be incurred by the Company.
23. To enter in to partnership or any agreement for sharing profits, union of interest, joint venture, reciprocal concessions or otherwise with any person, company or firm (Indian or Foreign) carry on or engaged in or about to carry on or engage in any business or transaction which this Company is authorised to carry on or engage in any business or transaction capable of being conducted so as directly or indirectly or indirectly to benefit the Company and to take or otherwise acquire and hold shares or debentures or subscribe to the capital in that Company, firm or association.
24. To establish, support or aid in establishment or support of association institution funds, trusts and conveniences calculated to benefit the employees of the company or its predecessors in business or the dependents, connections relatives and estates of such employees or ex-

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Dinesh
Director

- employees and grant pension, allowances, gratuities, bonus or other payment and provide, subscribe contribute or towards places of instruction and recreation, hospitals and dispensaries, medical and other attendance, make contributions to provide or other institutions or objects which shall have any moral or other wise to assist or to grant money to charitable benevolent, religious, scientific, national or other institutions of objects which shall have any moral or other claim to support or aid by the Company, either by reason of locality or operation or public and general utility or otherwise but no contributions shall be made to any political parties.
25. To aid peculiarly or otherwise any association body or movement having for an object the solution, settlement or surmounting of industrial or labor problems or troubles or the promotion of industry or trade or any other similar or analogous objects.
 26. To make arrangements to send, at the cost of the Company any person or person whether in the employment of Company or not, for technical studies or research connected with the business or any of the business of the Company or to acquire special or advanced knowledge and experience in that line or field by such studies, works or research and apprenticeship training, or in any other way, to any place, station or institution, technical or otherwise and with in India or abroad, and to contribute to any such arrangement or arrangements in any manner whatsoever.
 27. To institute, conduct, defend, compound or abandon any legal proceedings, by or against the Company or its officers or otherwise concerning the affairs of the Company and also to company and allow time for payment or satisfaction or any debts due and of any claims or demand by or against the Company.
 28. To undertake and execute any trust the undertaking of which may seem to the Company desirable and either graciously or otherwise.
 29. To distribute all or any of the property or assets of the Company amongst the members, debenture-holders and creditors in specie or kind in liquidation proceedings.
 30. To open, establish have promote and maintain, branches of the Company and its business above mentioned in any place and places in India or abroad and to control such branches and to appoint members of the staff, branch Directors, Branch Manager and to make rules regarding such branch or branches and to keep branch register and seal of the Company for use abroad.
 31. To carry on any other business which may seem to the Company capable of being conveniently carried on in connection with or in addition to any of the objects above mentioned or calculated, directly or indirectly, to enhance the value of the Company's properties, rights and assets.
 32. To purchase, subscribe for or otherwise acquire and hold, shares or other securities of any other company having objects altogether or in part similar to those of this Company or to carry on any business capable of being conducted so as directly or indirectly to benefit this Company, to subscribe, to become a member of and Cooperate with any other company or association, whether incorporated or not, whose objects are altogether or in part similar to these of this Company.
 33. To remunerate any person, or Company rendering service to this Company whether by payment of cash or allotment of shares or securities of the Company.

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Neeraj
Director

34. To procure the Company to be registered or recognised in any colony of foreign country or other place.
35. To adopt all such means of making known or attracting attention to be business of the Company as may seem expedient and in particular by the publication of printing and other matters of all kinds and granting of prizes, premiums rewards and bonuses, whether in connection with competitions of any kind or otherwise.
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- IV. The liability of the members is limited.
- V. The Authorised Share Capital of the Company is Rupees 11,00,00,000 (Rupees Eleven Crore only) divided into 1,10,00,000 (One Crore Ten Lacs) Equity Share of Rs. 10/- (Rs. Ten) each.

For NEERAJ PAPER MARKETING LTD


Director

we, the several persons whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names.

Sl. No.	Names, address, description & occupation of Subscribers	No. & Class of shares taken by each subscriber	Signature of Subscribers	Signature of witnesses with Address, description & Occupation
1.	RAKESH KUMAR S/o Sohan Lal 122 South Bhopa Road Muzaffarnagar (Industrialist)	1000 (One Thousand Equity Shares)	Sd/- Rakesh Kumar	Witness to all subscribers to memorandum who subscribed before me. Sd/- (MUKESH K. SINGHAL) Chartered Accountant S/o Shri Nand Lal Singhal 51, Bag Keso Dass, Muzaffarnagar M. No. 74616
2.	NEERAJ GOEL S/o Shri Mahendra Kumar Goel DP 202 Mourya Enclave Pitampura, Delhi-34 (Business)	1000 (One Thousand Equity Shares)	Sd/- Neeraj Goel	
3.	DEEPAK GOEL S/o Late Shri V.K. Goel PD 107 A Mourya Enclave Pitampura, Delhi- 34 (Business)	1000 (One Thousand Equity Shares)	Sd/- Deepak Goel	
4.	PARVEEN KUMAR GOEL S/o Shri Satya Prakash Goel DP 192 Moun'a Enclave Pitampura, Delhi- 34 (Business)	1000 (One Thousand Equity Shares)	Sd/- Praveen Kumar Goel	
5.	AMIT KUMAR S/o Ashok Kumar Mahakali Caves Road Andhen East, Bombay (Business)	1000 (One Thousand Equity Shares)	Sd/- Amit Kumar	
6.	SHASHI RANI W/o Rakesh Kumar 122 South Bhopa Road Muzaffarnagar (Business)	1000 (One Thousand Equity Shares)	Sd/- Shashi Rani	
7.	SMT. MADHULIKA GOEL W/o Shri Neeraj Kumar Goel DP 202 Mourya Enclave Pitampura, Delhi-34 (Business)	1000 (One Thousand Equity Shares)	Sd/- Smt. Madhulika Goel	
	TOTAL	7000 (Seven Thousand Equity Shares)		

Dated: 22-2-1995
Place : Muzaffarnagar

NEERAJ PAPER MARKETING LTD

[Signature]
Director