

Acknowledgement of Stamp Duty payment for Memorandum of Association

Name of office of RoC : Registrar of companies , Kerala and Lakshadweep

State/ Union Territory : Kerala

Serial Number (SRN) : D10396612

Payment Date : 21/01/2016

Value in Rupees : 1,000.00

Value in Words : Rupees one thousand only

Date of Generation : 11/02/2016

Corporate Identity Number (CIN) : U74900KL2016SGC040120

Company Name : KERALA STATE POTTERY MANUFACTURING
MARKETING AND WELFARE DEVELOPMENT

Company Address : T C 11/2044/1-14. Ayyankali Bhavan, Kanaka Nagar,,
Vellayambalam, Kowdiar P O,
Trivandrum - 695003,
Kerala, INDIA

This is a MCA21 system generated acknowledgement and does not require any signature.

MEMORANDUM OF ASSOCIATION
of
**KERALA STATE POTTERY (MANUFACTURING,
MARKETING & WELFARE) DEVELOPMENT CORPORATION LIMITED**

- I. The name of the company is "Kerala State Pottery (Manufacturing, Marketing, and Welfare) Development Corporation Limited".
- II. The registered office of the company will be situated in the State of Kerala
- III. A. The main objects to be pursued by the company on its incorporation are:
 - i) To aid, counsel, finance and promote the social, educational, cultural and economic uplift and other living conditions and promote the interest of the people in the field of Pottery, establish and run any industrial undertaking for the manufacture of pottery, providing them with capital, credit, means, resources, supply of machinery and equipments on hire purchase, procurement and distribution of scarce material, advice on import control policy and export promotion procedures and sale of the products, revitalization of the sick pottery units, rehabilitation and technological up gradation of the defunct pottery units, extending adequate information and publicity of the pottery products and provision of all infrastructure facilities, technical and managerial assistance for the promotion of their work and business.
 - ii) To promote employment and entrepreneurship among the skilled, semi-skilled, trained, experienced and educated members of the field of Pottery by promoting, establishing and undertaking small industries, growth centers, common facility centers or service centers or other infrastructural works.
 - iii) To promote and operate schemes for the sectoral development and to develop entrepreneurship by providing consultancy services, including pre-investment services, investment services and post investment services and for that purpose to prepare and get or cause to be prepared reports, studies, surveys, procedures, design, blue prints, statistics and other information necessary for successful implementation of industrial projects.
- B. The objects incidental or ancillary to the attainment of the above main objects of the company are:
 1. To perform such functions as the State Government may, from time to time, assign to the company in connection with procurement of clay for pottery making, clay mined from the Dams in Kerala-, mobilization of the equipments for value addition to manufacture of value added tiles for the benefit of pottery industry.

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2. To formulate schemes and support for the mechanization, modernization and adoption of technology in the production of pottery and handicraft products in Kerala.
3. To formulate both short term and long term plans and scientific research programmes for the upliftment of the community engaged in the pottery manufacturing in Kerala
4. To formulate plans and schemes for granting pension to pottery manufacturing laborers who have already, completed 60 (Sixty) Years of age, family pension, maternity benefits to the members of the community, marriage benefits, medical treatment benefits, educational benefits and scholarships, benefits at the time of demise of the members, etc.
5. To formulate both short term and long term plans for the development of employment opportunities for the people in the field of pottery.
6. To formulate the schemes for mobilizing the clay from different sources including sourcing the clay separate from the dam desilt by Kerala State Mineral Development Corporation Limited and Kerala State Mining and Geology Department or other agencies for sourcing inputs to the pottery manufacturers in Kerala.
7. To diversify the production of potteries such as house hold utensils, utensils matching for festival seasons, handicrafts and co-ordinate its steps in marketing.
8. To develop housing schemes and provide assistance to construct suitable houses for the community engaged in the manufacturing and marketing the pottery , or to provide financial assistance to the said purpose to them, either from the own sources of the company or from financial assistance made available for that purpose from other sources.
9. To grant term loans and working capital loans to pottery manufacturing units in order to enable them in carrying out the contracts in order to finance to set up small production units (project based), expansion or modernization of the existing units, commercialization of value added and export oriented pottery products enabling small and marginal producers to obtain better price for their produce, granting employment opportunity especially in the rural sector.
10. To support the pottery units in procurement of scarce, raw materials such as quality clay ensuring its optimum utilization, motivating the promoters for better productivity and production of quality pottery and ensuring improvement in their socio economic status.
11. To carry on the business of dealers in pottery goods and articles of all description of pottery related goods for personal, office, festival and community use on a national and -international level commensurate with the objectives of the Company.

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12. To manufacture, buy, display, sell, import, export, install generally dealt in any plant and machinery, substances, tools, raw materials, goods or things of any description in the opinion of the company may be conveniently dealt with by the company in connection with any of its objects.
13. To effect coordination between large scale undertakings, exporters corporations and Board like Kerala State Handicrafts Development Corporation Ltd., Kerala State Khadi and Village Industries Board and other agencies similar to the aforesaid, enabling the pottery manufacturing units to manufacture and supply satisfactorily such products and accessories or other articles as may be required by them.
14. To equip the pottery manufacturers to participate in the local, national and international trade fairs.
15. To apply for tender purchase or otherwise acquire contracts and concessions for or in relation to the construction, execution, carryout, equipment, improvement, management administration or control of works and to undertake, execute carryout dispose of or otherwise turn to account the same.
16. To acquire, own, construct lease or manage estates development areas or plot growth centers, common facility centers, etc. either direct or as agents of Government or any other body corporate or co-operative societies or person.
17. To promote other Companies, Firms, Establishments, Concerns, Co-operative Societies or Undertakings or industrial townships for any Purpose calculated for the overall benefit of the persons engaged in the pottery manufacture and marketing in Kerala.
18. To grant loan, subsidies, aid, counsel, assist, train and finance unemployed educated persons in the State belong to the specific community engaged in the manufacture of pottery, for becoming self employed and for setting up industrial undertakings in Kerala and to promote, undertake and execute special employment schemes of training and employment on its own or entrusted to it by the Government for economic rehabilitation of educated unemployed persons from time to time.
19. To sell or dispose or transfer any industrial undertaking or factory or industrial licenses to any company or any association or concern or co-operative society on such terms and conditions as may be determined by the company and subject to any Government rule in force.
20. To invest in the equity capital or other securities of any Company or Association formed for establishing, executing or working of any Industrial Undertaking approved the

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company which may deem directly to benefit the company subject to any Government Rules.

21. To direct the management, control and supervision of any company association or concern or Co-operative Society by nominating directors, controllers, supervisors, advisors or otherwise or to collaborate with any company or association or concern or association or concern Co-operative Society formed for carrying on any manufacturing or other business with the object of the company.
22. To enter into partnership or arrangement for joint working in business, sharing, pooling of any industrial undertaking, joint adventure of reciprocal concessions or amalgamation with any other company, firm or person or amalgamation with any other company, firm or person, carrying on or engaged in any manufacture or other business within the objects of this Company or similar to and undertake turn-key projects which may be found feasible.
23. To sell dispose of, let on lease or on hire or transfer the business, property, assets and undertaking of the company, or any part thereof, for cash, stock or shares of any other company or for any other consideration which the company may deem fit to it subject to any government rule in force.
24. To sell, improve, manage, develop, exchange, lease, mortgage, franchise, dispose of turn to account or otherwise deal with all or any part of the property and rights of the company, subject to any Government Rule in force.
25. To accept stock or share in, or the debentures, mortgage debenture or other securities of any other company in payment or part payment for any services rendered for any sale made to or debt owing from such company.
26. To grant loans and advances to any company, association or concern or co-operative societies of person engaged in pottery industry or to assist its development or expansion or to enable it to undertake and start new industry approved by the company.
27. To acquire and undertake the whole or any part of the business, property and Liabilities of any person or company carry on any business which the company is authorized to carry on, or possessed any property suitable for the purpose of the company.

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28. To setup new units and transfer them to suitable entrepreneurs either on hire purchase or on outright sale when the units become productive.
 29. To pay all cost, charges, and expense incurred or sustained in or about the promotion and establishment of the company, or which the company shall consider to be in the nature of preliminary expense including therein the cost of advertising, commissions and brokerage for placing or assisting to place shares or debentures, brokerage, printing and stationery and expenses attend upon the formation of agencies.
 30. To construct, maintain, and alter any buildings or works, necessary or convenient for the purpose of the company.
 31. To apply for and take out, purchase or otherwise acquire any trade mark, patent rights, inventions, copy right, designs, or secret processes which may be useful for the company's objects and to obtain licenses to use the same and work, develop, carry out, exercise and turn the account to same.
 32. To purchase or cause to purchase and lend on hire purchase basis vehicles such as bicycles, auto rickshaws, motor cars, lorries, buses, and other machinery for adoption of technology in the pottery and pottery based manufacturing.
 33. To receive grant/loan under the Centrally Sponsored Schemes, State Government schemes from, Local Bodies, Kerala Khadi and village Industries Board, Khadi and Village Industries Commission or similar other organizations with or without interest in order to carry out the objects of the company.
 34. To setup, run and manage work production centers for manufacture of pottery, goods required for attaining the main objects of the company.
 35. To employ brokers, commission agents and under writers and to provide for remuneration of such persons for their services for promotion of business of the company in accordance with the provisions of the Companies Act, 2013.
 36. To enter into any arrangements with Government of India, Government of Kerala or any other Government Corporation or Company, Local Authority, or Statutory Body for the purpose of carrying out the objects of the company or furthering its interest and to obtain from such Government or authority, person or body, any charters, subsidies, loans, indemnities, grants, contracts, licenses, rights, concessions, privileges or immunities which the Board of Directors may think it desirable to obtain and exercise and complain it with any such arrangements, rights, privileges and concessions.

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- 37. To create any depreciation fund, reserve fund, sinking fund, Insurance fund or any special or other fund whether for depreciation or for repairing, replacing, improving, extending or maintaining any of the property of the company or for special dividends or for redemption of debentures or redeemable preference, shares or for special dividends or for equalizing dividends or for any other purpose whatsoever and to transfer any such fund or part thereof to any of the other funds herein mentioned.
- 38. To issue or guaranteed the issue of or the payment of interest on the debentures, debenture stock, or other securities or obligation, of any company, or association, and to pay or provide for brokerage, commission and underwriting in respect of any such issue.
- 39. To draw, make, accept, endorse, discount, negotiate and execute, and to buy, sell and deal in promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments
- 40. To borrow or raise or secure the payment of money in such manner as the company shall think fit, and in particular by the issue of debentures or the debenture stock, perpetual or otherwise charges and to purchase, redeem, or pay off any such securities, subject to any Government Rule in force.
- 41. To receive grants, loans, advances or other moneys or deposit or otherwise from State or Central Government , Banks , Companies, Trusts, individuals, Financial Institutions , Corporation or Co-operative Societies with or without an allowance of interest thereon, However that, this company shall not carry on the business of Banking as defined in Banking Regulation Act, 1949.
- 42. To lend money to such persons or companies or concerns or pottery manufacturing units or Co-operative Societies and on such terms as may seem expedient and in particular to customers and others having dealings with the company and to guarantee the performance of contracts by such persons or companies or concerns or co-operative societies provided that such lending shall not be for the purpose of Banking Business.
- 43. To invest and deal with the money's of the company, not immediately requires in such manner, other than in the shares of this company, as from time to time may be determined.
- 44. To acquire by subscription, purchase or otherwise and to accept and take hold and sell shares or stock in any company, society or undertaking the objects of which shall, either in whole or in part, be similar to those of this company, or such as may be likely to direct promote at advance the interest of this company.

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45. To establish, maintain, subscribe to or subsidize or become member of training institutions, research laboratories, research institutions and experimental workshops for scientific and technical research and experiments and offer reward to deserving technicians, scientists engineers and others for the invention and service.
46. To employ or pay experts, foreign consultants in connection with the planning and development of all or any of the business connected with the company's operations and to investigate and examine into the condition, prospects, value, character and circumstances of any business or industrial concern or undertaking or industrial proposal and also of assets, property or rights.
47. To create any depreciation fund, reserve fund, sinking fund, insurance fund, or any special or other fund whether for depreciation or for repairing, replacing, improving, extending, or maintaining any the property the company or for equalizing dividends or for any other purpose whatsoever, and to transfer any such fund or part thereof to any of the other funds therein mentioned subject' to any Government Rule in force.
48. To use trademarks or trade names or brands for the products and goods of the company and adopt such means of making known the business and products of the company or of any company in which this company is interested as may, seem expedient and in particular by advertising in news papers magazines periodicals by circulars, by purchase and exhibitions of works of art or interest by opening stalls and exhibitions, by publication and distribution of books and periodicals, calendars, almanacs and diaries, by distributing samples and by granting prizes, rewards and donations.
49. To apply the assets of the company in any way in or towards the establishment, maintenance or extension of any association, institutions or fund in any way connected with any particular trade or business or scientific research, industry or commerce of the company.
50. To appropriate, use or let out land belonging to the company for streets, parks, pleasure ground, allotments and other conveniences and to present any such land so laid out to the public or to any persons or company conditionally as the company thinks fit.
51. To establish, maintain and operate educational institutions and hotels for the benefit of the children of the employees or ex-employees of the company their dependents or connections of such persons and others and to make grants and awards and grant scholarships.
52. To establish, maintain or subsidize or operate technical training institutions and hostels for technical staff or all categories and to make such other arrangements as may be expedients for the training of all categories of officers, workers, clerks, technical and

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other personnel likely to be useful to or assist in any business which the company is authorized to carry on.

53. To acquire or take business wither without consideration and carry on by themselves in partnership with other company or partnership concern, whose objects may be similar, in part or in whole to those of this company.
54. To grant funds, annuities , pensions , allowances , gratuities and bonuses to any employee or ex- employees (including Directors and Ex-Directors) of the company or their relations or dependents of any such persons or its predecessors in business and to establish or support any such persons or its predecessors in business and to establish or support any such persons or its predecessors in business and to establish or support associations, institutions, clubs, schools, hospitals, dispensaries, canteens, hotels, restaurants, houses, dwellings, chaws, funds, schemes and trusts (religious, scientific, educational, provident or otherwise) which may be considered calculated to benefit any, such members/persons of the recommended community or otherwise advance the interest of the Company or of its members and to establish and contribute any scheme for the purchase by trustee of shares in the Company to be held for the benefit on the company's employees and to lend money to the formulate and carry into effect any scheme for sharing the profit of the Company with its employees or any of them and to subscribe or guarantee money for charitable or benevolent objects or earmark a portion of the profits of the Company or create a fund or funds for any such objects or purpose, but this company shall not make contribution to any political party/purpose.
55. To establish agencies and sub offices in Kerala and elsewhere and to regulate or discontinue the same.
56. Generally to do all such other matters and things as may appear to be incidental or conductive to the attainment of the above objects or any of them or consequential upon the exercise of its powers or discharge or its duties.
57. The company will have the power to apply for any Act of Parliament or of the Kerala State Legislature for any purpose which may seem expedient to the company.
58. To receive funds from other public Sector undertakings under the control of Department of Backward classes, industries and Khadi Board invested by public Sector Undertakings in the Company as equity participation, loans, advances or other money or deposits with or without an allowance of interest thereon, however that this Company shall not carry on the business of banking as defined in Banking Regulation Act, 1949.

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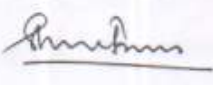

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- IV. The liability of the members is limited
- V. The authorize share capital of the company is Rs. 1,00,00,000/- (Rupees One Crore only) divided into 1,00,000 (One Lakh) equity shares of Rs. 100/- (Rupees One Hundred only) each with power to increase, decrease or sub divided the share capital.

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

Sl. No	Name, Address, Descriptions and Occupations of the Subscribers	No of Equity Shares taken by each subscriber	Signature of Subscribers	Signature, name, address, description and occupation of witness
1	FOR GOVERNOR OF KERALA Smt - Sherrain Francis Palcibai Francis Chella Bhavani, Kestus Road, Kandiwar, P.V.M Kerala, India 695003 D/o Samuel Francis Joint Secretary Backward classes Development Department.	99989 (Ninety nine thousand nine hundred and eighty nine only)		V. S. SUBASH. M.COM, LL.B, FCS S/O - K. N. VELAPPAN NAIR PRACTISING COMPANY SECRETARY 51, FIRST FLOOR, DPF STREET PAMPALAYAM, COIMBATORE - 641037 CP NO. 2671 STATIONED AT: THIRUVANANTHAPURAM
2.	Chandrika Ottupurath 167 Kaurandi 1st Melliyodu Thiruvalla Thiduvayarkkappuram Kerala India 695022 D/o Sivarama Menon All other Deputy Secretary Backward classes Development Department.	1 (one)	Chandrika 	

TOTAL
Date : 8/01/2016
Place : Thiruvananthapuram.

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[Ninety Nine Thousand Nine Hundred And Ninety]

I WITNESS TO SUBSCRIBERS WHO HAVE SUBSCRIBED AND SIGNED IN MY PRESENCE AT THIRUVANANTHAPURAM ON 8/01/2016, FURTHER I HAVE VERIFIED THEIR IDENTITY DETAILS FOR THEIR IDENTIFICATION AND SATISFIED MYSELF OF THEIR IDENTIFICATION PARTICULARS AS ALLED IN.

V. S. SUBASH. M.COM, LL.B, FCS
PCS, MNO. 3907
PCS No. 2671



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