

[THE COMPANIES ACT, 1956]
PRIVATE COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

JHARKHAND STATE BEVERAGES CORPORATION LIMITED

(A COMPANY WHOLLY OWNED BY THE GOVERNMENT OF JHARKHAND)

- I The Name of the company is “JHARKHAND STATE BEVERAGES CORPORATION LIMITED”.
- II The registered office of the Company shall be situated in the State of Jharkhand.
- III The Objects for which the Company is established are as:-
- A. MAIN OBJECTS OF THE COMPANY TO BE PURSUED ON ITS INCORPORATION ARE:-**
1. To carry on the business as distillers, manufacturers, procurers, importers, exporters, agents, brokers, suppliers, wholesalers of all types of spirits, whether rectified or otherwise.
 2. To carry on the business as manufacturers, processors, vendors, importers, exporters, bottlers of all kinds of alcoholic spirits, including India Made Foreign Liquor, Foreign Made Foreign Liquor as well as Country Liquor, Beverages, Wines and Others similar products, such as brandy, whisky, rum, gin, beer etc., whether made of natural or synthetic materials.
 3. To carry on business as wholesaler, retailers, distributors, stockiest, dealers, godown keepers, C&F Agents, delcredere agents, marketers, merchandiser of all kinds of alcoholic spirits, including, Foreign liquor, country liquor, beer, wine, rum, brandy etc.
 4. To Carry on business as manufacturers, importers, exporters, agents of bottles, cartons, labels and other packing materials to be used for the purpose of pursuing the main objects mentioned at paragraphs 1,2 and 3 above.

B . ANCILLARY OBJECTS OR INCIDENTAL OBJECTS TO THE ATTAINMENT OF MAIN OBJECTS

1. To apply for grant of any license, privilege or authority to any government or other person.
2. To appoint distributors, stockiest, retailers, agents etc.
3. To enter into agreements and contracts with Indian or foreign nationals companies or other organizations for technical, financial or any other assistance of carrying out all or any of the objects of the Company.
4. To establish and maintain any agency for the conduct of the business of the company or for the sale of any materials or things
5. To advertise and adopt means of making known the business activities of the Company in any way as may be found expedient r suitable.
6. To be interested in and to promote and undertake the formation and establishment of such institutions, business pools, combines, syndicates industrial, trading or manufacturing as may be considered to be conducive to the interest of the Company and to acquire, promote, and or subsidize any industry or undertaking and to carry on any other business (industrial, trading, manufacturing or other) which may seem to the Company capable of being conveniently carried on in connection with any of the main objects of the company or otherwise calculated, directly or indirectly to augment the resources of the Company or to render any of the Company's properties or rights for the time being profitable;
7. To purchase or otherwise acquire and undertake the whole or any part of the business, property, rights, and liabilities of any person, firm or company carrying on any business, which this company is authorized to carry on and to purchase, acquire, apply for, hold, sell and deal in shares, stock or debentures or debenture stock of any such person, firm or company, to conduct, make or carry into effect any arrangement in regard to the winding up of the business of any person, firm or company.
8. To amalgamate with any company or companies having objects altogether or in part similar to those of this company.
9. To pay all the costs, charges and expenses of and incidental to the promotion and formation, registration and establishment of the company and issue of its capital including any under-writing or other commissions, broker's fee and charges, in connection therewith including costs, charges, expenses of negotiation and contracts and arrangements made prior to and in anticipation of the formation and incorporation of the company.

10. To undertake and execute any trusts, the undertaking where of may seem desirable either gratuitously or otherwise;
11. To open and operate bank accounts with any bank or banking company;
12. Subjects to the provisions of the companies Act, 1956 to invest, apply for and acquire or otherwise invest moneys belonging to, entrusted to or at the disposal of the Company upon such terms as may be thought proper and from time to time vary such transaction, in such manner as the Company may think fit;
13. To make advances upon or for the purchase of materials, goods machinery, stores of other articles required for the purpose of the Company.
14. To borrow or raise money with or without security from banks or financial institutions or to receive money or deposit at interest or otherwise, in such manner as the company may think fit and in particular by the issue of debenture or debenture stock convertible into shares of this or any other Company and in security of any such money so borrowed, raised, or received to mortgage, pledge or charge the whole or any part of the property, assets or revenues of the Company, present or future including its uncalled capital and to purchase or redeem or pay off any such securities
15. To buy, take on lease or otherwise acquire lands, buildings and other movable and as well as immovable property and sell, mortgage, assign or lease and in any other manner deal with or dispose of the undertakings of or property of the Company or any part thereof, whether movable or immovable for such consideration as the Company may think fit, and in particular for shares, debentures or other securities of any other Company;
16. Subject to the provisions of the Companies Act, 1956 and the Constitution of India to subscribe or contribute or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific and national or other institutions or for any public cause or or other useful object.
17. To receive grants, loans, advances and other moneys on deposit or otherwise from the Central Government or State Government, Banks Companies, Clubs, Associations, Commissions, Trusts, Corporations, etc., or individuals with or without security, privilege or interest thereon.
18. To remunerate any person or Company for services rendered or to be rendered in placing or assisting to place or guaranteeing the placing of any of the shares in the company's or in capital or any debentures, debenture stock or other securities of the Company or on account of about the formation or promotion of the company or the conduct of its business.

19. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debenture and other negotiable or transferable instruments.
20. To do and to carry out all or any of the above objects and things in any part of the world and either as principal, agent, contractor, trustee or otherwise and by or through trustees, agents or otherwise and either alone or in connection with others
21. To act as agents and / or to enter into agreements with any Government, Semi-Government or public undertaking of Government owned Company or any authority, municipal or local or any manufacturer, merchant and others that may seem beneficial to the Company's object and to obtain from such Government, authority or merchant rights, privileges and concessions which the Company may think desirable and carry out, exercise and comply with any such arrangements, rights, privileges and concessions and to transact and carry on agency business of every type and of any description or objects of the Company. enter into partnership or into any arrangements by way of cooperation, joint venture collaboration or reciprocal concession with any person, firm or company carrying on or engaged in or about to carry on or engage in any business or transaction which this Company is authorized to carry on or engage in or any business or undertaking or transaction which may seem capable of being carried on or conducted so as directly or indirectly to benefit the Company.
22. To employ and to remunerate experts or consultants, foreign or Indian in connection with the planning and development of all or any of the business incidental to the operation of the Company.
23. To train or pay for the expenses relating to the training in India or abroad of any of the Company's employees or any candidates in the interest of or for furtherance of the objects of the Company.
24. To acquire from any person, firm or body corporate, whether in India or elsewhere, technical information, know-how, processes, engineering and operating data, plans, lay out and blue prints useful for the design, erection and operation of the plants required for any of the business of the Company and to acquire any permission or licenses and other rights and benefits in the forgoing matters and things.
25. To construct, improve, maintain, develop, work, manage, carry out or control buildings, roadways, tramways, railways, branches or sidings, bridges, reservoirs, water course, wharves, manufactories, warehouses, electric works, ships, stores and other works and conveniences which may seem calculated directly or indirectly to advance the Company's

interests, and to contribute to subsidies or otherwise assist or take part in the construction, improvement, maintenance working, management, carrying out or control thereof.

26. To develop and turn to account any land acquired or held on lease by the Company or in which it is interested, and in particular by laying out and preparing the same for building purposes, constructing, altering, pulling down, decorating, maintaining, fitting up and improving buildings, and by planning, paving, draining (farming, cultivating and letting on building lease or building agreement) and by advancing money to and entering into contract and arrangements of all kinds with builders and others.
27. To manufacture, buy, sell, import, install, work and generally deal in any plant, machinery, substances, tools, materials, goods or things of any description which in the opinion of the company be conveniently dealt with by the Company in connection with any of its objects.
28. To apply the assets of the company in any manner in or towards the establishment, maintenance or extension of any association, institutions, or fund in any way connected with any particular trade or business within the objects of the company.
29. To appropriate use or let out land belonging to the Company for streets, parks, pleasure grounds and other conveniences and to present any such land so laid out to the public or to any person or persons or company conditionally or unconditionally as the Company may think fit.
30. To establish, maintain and operate technical training institutions and hostels for technical staff of all categories and to make such other arrangements as may be expedient for the training of all categories of officers, workers, clerks technical and other personnel likely to be useful to or assist in any business which the Company is authorized to carry on.
31. To aid and assist with all means at its disposal, undertakings, projects or enterprises and schemes for development of objects of the company, whether under the Central or the State Government, or any undertaking for promotion of objects similar to that of the Company.
32. To invest the capital of the Company in or to deal with shares, stocks, bonds, debentures, obligations and other securities of any company or association existing or formed for establishing or working of any undertaking for promotion of objects similar to that of the company.

33. To direct the management, control and supervision of any company, association or concern by nominating directors, controllers, supervisors, advisers or otherwise, or to collaborate with any company or association or concern, Indian or foreign, formed for carrying on any business within the objects of the Company.
34. To accept stock or shares in, or the debentures, mortgage debentures or other securities of any other company in payment or part payment of any services rendered or for any sale made or debt, owing from any such company.
35. Upon any issue of shares, debenture or other securities of company to employ brokers, commission agents and under-writers, and to provide for the remuneration of such persons for their services by payment in cash, or by the issue of charges, debentures or other securities of the Company, or by the granting options to take the same in any other manner allowed by law.
36. To assist any company or association financially or otherwise by issuing or subscribing for or guaranteeing the subscription and issue of capital, shares, stocks debentures, debenture stock or other securities and to or provide for brokerage, commission and under/writing in respect of any such issue.
37. To invest the moneys of the Company, not immediately required, in such manner other than in the shares of this Company, as from time to time may be determined.
38. 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 redemption of debentures or redeemable preference shares or for special dividends or for equalizing dividend or for any other purpose whatsoever, and to transfer any such fund or part thereof to any of the other funds herein mentioned.
39. To let out on hire all or any of the property of the company whether movable or immovable including all and every description of apparatus or appliances.
40. To distribute any of the property of the company among the members in cash or in kind but so that no distribution amounting to a reduction of capital be made except with the sanction [if any] for the time being as required by law.

41. 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 relation, connections or dependants of any such persons or its predecessors in business and to establish or support associations, institutions, clubs, school, hospitals, dispensaries, canteens, hotels, restaurants, houses, dwelling, funds, schemes and trustees (religious, scientific, educational, provident or otherwise) which may be considered calculated to benefit any such persons or the public or otherwise advance the interests of the Company or of its members and to establish and contribute to any scheme for the purchase by trustees of shares in the Company to be held for the benefit of the Company's employees and to lend money to the company's employees to enable them to purchase shares of the Company and to formulate and to 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 for any exhibition or for any public general or useful object or earmark a portion of the profits of the Company or create a fund for such objects or purposes.
42. To set up temporary project offices in the State of Jharkhand and/or place of work for the better administration of the affairs and or works of the company.
43. To do all or anything necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any of the objects or for the furtherance of any of the powers here-in-before set forth, either alone or in association with other corporate bodies, firms or individuals, and to do every other act or acts, things or things incidental or appurtenant to or growing out of, connected with the aforesaid business or powers or any part or parts thereof, provided the same is not inconsistent with laws of the Union of India.
44. To do all such other things as are incidental or conducive to the attainment of the before mentioned objects or any of them.

C. OTHER OBJECTS NOT INCLUDED IN [A] AND [B] ABOVE:-

1. To hold in the name of others any property which the Company is authorized to acquire.
2. To carry on any other trade or business whatsoever which can, in the opinion of the Company, be advantageously or conveniently carried on by the Company by way of extension of or in connection with any such business as aforesaid or is calculated directly or indirectly or indirectly to develop any branch of the Company's business or to increase the value of or turn to account any of the Company's assets, property or rights.
3. To transact or carry on agency business and in particulars in relation to the investment of moneys, the sale of property and the collection and receipt of money.
4. To procure the registration or recognition of the Company in or under the laws of any place outside India.
5. To take such steps as may be necessary to give the company the same rights and privileges in any part of the world as are possessed by local companies or partnerships of a similar nature.
6. To communicate with chambers of commerce, and other mercantile and public bodies in India and elsewhere, and promote measures for the protection and advancement of trade, industry and commerce and other facilities.
7. To consider, originate and support improvement in the commercial and other law as affecting trade, commerce or manufacture and to promote legislation and other measures affecting such trade, commerce or manufacture.
8. To do all or any of the above things and all such other things as are incidental or as any be thought conducive to the attainment of the above objects or any of them in Jharkhand or any other part of the world either as principals, agents, trustees, contractors or otherwise and either alone or in connection with others and either by or through agents, contractors, trustees or otherwise to the attainment of the above objects. Provided that, nothing in this paragraph shall authorize the Company to do any business which may fall within the purview of the Banking Companies Regulations Act, 1949, or the Insurance Act, 1938.

IV. The Liability of the Member is Limited.

- V. The Authorized Capital of company is Rs. 5 Crores (Five Crores) divided into 5,00,000 (Five Lakh) equity shares of Rs. 100 (one hundred) each with the rights, privileges and conditions attached thereto as may be provided by the Articles of Association of the company for the time being, with powers to increase and reduce the capital for the time being into several classes and to attach thereto respectively such privilege guaranteed, qualified or special rights, privileges and conditions as may be determined by or in accordance with the Articles of Association of the Company and to conditions in such manner as may for the time being be permitted by the Companies Act, 1956.

We the several persons whose names and addresses and occupations are subscribed below are desirous of being formed into a company in pursuance of this Memorandum of Association, and we respectively agree on behalf of the Government of Jharkhand to take the number of ordinary shares in the capital of the company set opposite our respective names.

Name, Father's Name, Address and Occupation of Subscribers	Numbers of Shares taken by each subscriber	Signature of Subscribers	Name, Description, Occupation, and Address of Witness

Place:

Date: