

MEMORANDUM OF ASSOCIATION

OF

TRIGGER APPARELS LIMITED



Company Number: 8956

**FRESH CERTIFICATE OF INCORPORATION
CONSEQUENT ON CHANGE OF NAME CONVERSION**
In the office of the Registrar of Companies, Tamil Nadu, Coimbatore. u/s 44
(Under the Companies Act, 1956 (1 of 1956))

IN THE MATTER OF

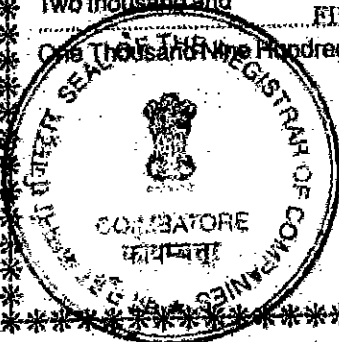
I hereby certify that **TRIGGER APPARELS PRIVATE LIMITED** which
was originally incorporated on **THIRTIETH** day of **JULY, 1999** under
Companies Act, 1956/1913 and under the name
" **TRIGGER APPARELS PRIVATE LIMITED** " 44

having duly passed the necessary resolution in terms of Section 21 of the Companies Act, 1956 and the
approval of the Central Government signified in writing having been accorded hereto in the Ministry of Law,
Justice & Company Affairs, Department of Company Affairs, Registrar of Companies, Tamil Nadu,
Coimbatore, Letter No. **011** dated **27.10.2005** the name of the said
company is this day changed to " **TRIGGER APPARELS LIMITED** "

and this Certificate is issued pursuant to Section 23 (1) of the said Act

Given under my hand at **COIMBATORE** this **TWENTY FIRST** day of **NOVEMBER**
THIRTIETH **KARTIKA**

Two thousand and **FIVE**
One Thousand Five Hundred and **TWENTY SEVEN.** (SAKA)



Registrar of Companies
Tamil Nadu
Coimbatore.

For TRIGGER APPARELS L

Kalyan
Director

DIN: 00142619

**MEMORANDUM OF ASSOCIATION
OF
TRIGGER APPARELS LIMITED**
(As adopted at the EGM held on 11.03.2016)

- I The name of the Company is “**TRIGGER APPARELS LIMTIED**”.
- II The Registered Office of the Company will be situated in the state of Tamilnadu.
- III (A) The main objects to be pursued by the Company on its incorporation are:-
1. To carry on the business of manufacturing and trading in all kinds of Garments and Apparels.
 2. To market and trade in all kinds of wearing apparels.
 3. To carry on business as Merchants, Exporters, Importers, Agents, Distributors, Retailers and Dealers in all kinds of Garments and Apparels.
- (B) The objects incidental or ancillary to the attainment of the Main objects are:
1. To purchase, take on lease or in exchange, hire or otherwise acquire any movable or immovable property.
 2. To purchase or otherwise acquire, erect, maintain, reconstruct and adopt any buildings, office, workshops, plant, machinery, accessories and other things found necessary or convenient for the purpose of the Company.
 3. To pay for any immovable or movable property or assets of any kind acquired or to be acquired by the Company or for any services rendered or to be rendered to the Company.
 4. To purchase or by any other means acquire and protect, prolong and renew whether in India or elsewhere, any patents, patent rights, trade marks, designs, brevets, inventions, licenses, protections and concessions which may appear likely to be advantageous or useful to the Company and to use and turn to account and manufacture under or grant licenses or privileges in respect of the same and to spend money in experimenting upon and testing and in improving or seeking to improve any patents inventions or rights which the Company may acquire or propose to acquire.
 5. To sell or in any other manner deal with or dispose of the undertaking or property of the Company or any other part thereof, for such consideration as the Company may think fit and in particular for shares, debentures or other securities of any other Company.

6. To enter into such arrangements the Company may think proper with any Public Authority for building residential accommodation on the property of the Company or on the properties of others and upon such terms as the Company may think proper.
7. To remunerate (by cash or otherwise in any manner) any persons, firms, associations or Company for services rendered or to be rendered or for rendering technical aid and advice granting licenses or permissions for the use of patents, trade secrets, trade marks, processes and in acting as trustees for debenture holders or debenture stock-holders of the Company or for subscribing or agreeing to subscribe subscriptions whether absolutely or conditionally or for procuring or agreeing to procure subscriptions whether absolute or conditional for any shares, debentures, or debenture-stock or other securities of the company or of any company promoted by this company or in introducing any property or business to the Company or in introducing any property or business to the Company or for guaranteeing payment of such debenture-stock or other securities and any interest thereon.
8. To insure with any person or company against losses, damages, risks and liabilities of any kind which may affect the company either wholly or partially and if thought fit, to effect any such insurance or becoming members of any mutual insurance protection or indemnity association, federation or society and to accept any such insurance, or any part thereof, for the account of the company.
9. To borrow or raise money, or receive monies on deposit by itself or jointly with others at interest or otherwise in such manner as the Company may think fit, within the permissible limit and without doing any banking business as defined in the Banking Regulation Act, 1949.
10. To draw, make accept, endorse, discount, execute and issue cheques, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments.
11. To enter into any arrangement or agreement with any Government, State or Authority, Supreme, Municipal, local or otherwise, that may seem conducive to the company's objects or any of them and to obtain from such Government, State or Authority any rights privileges, concessions or licenses which the Company may think desirable to obtain and to carry out and exercise and comply with any such arrangements, rights, privileges and concessions.

12. To guarantee the payment of the money and the performance of contracts or arrangements entered into with any company or person and to secure the payment of the money and the performance of any contracts or engagements entered into with any other company or person and to discharge any debt or other obligation of or binding upon this or any other company or person by mortgage or charge upon all or any part of the undertaking, property and rights of the company (either present or future or both) including its uncalled capital or by the creation or issue of debentures, debenture stocks or other securities or by any other means.
13. To make pecuniary grants by way of donation, contribution, subscription, pension allowance or gratuity and to render assistance otherwise to or for the benefit of persons, who are or have been employed by the company or its predecessors and the widows, orphans and dependents or any of such persons.
14. To establish and maintain any agencies in any part of the world for the conduct of the business of the company or for the sale of any materials or things for the time being at the disposal of the company for sale.
15. 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 the company is authorised to carry on or possess property or rights suitable for any of the purposes of the company and to purchase, acquire, sell and deal in property of any such person, firm or company and to conduct, mark or carry on to effect any arrangements, in regard to the winding-up of the business of any person, firm or company, association or society.
16. To appoint, engage, employ, retain, maintain, provide for and remunerate and discharge, suspend and dismiss experts, scientists, engineers, technicians, mechanics, artisans, artists, models, sportsmen, curators, legal advisors, attorneys, agents, superintendents, managers, officers, accountants, clerks, typists, stenographers, workers, and other labourers and servants in India or elsewhere.
17. To amalgamate with any other Company or Companies having objects altogether or in part similar to those of this company.
18. To promote and form and to be interested in and take hold and dispose of shares in other companies, to transfer to any such company any property to this company and to take or otherwise acquire, hold and dispose of shares, debentures and other securities in or of any such company and subsidise or otherwise assist any such company out of the surplus funds of the Company.
19. To undertake and execute any trust which may be considered beneficial to the company either directly or indirectly.
20. To sell, dispose of, transfer, exchange, lease, mortgage or otherwise deal with all the business, undertakings, property or rights of the company or any part of them for any consideration the company may deem fit to accept.

21. To apply for, promote and obtain the incorporation, registration, or other recognition of the company, in any state or place and to establish and regulate agencies for the purpose of the Company's business and to apply or join in applying to any parliament, Local Government, Municipal or other authority or Body, for any laws, decrees, concessions, orders, rights or privileges that may seem conducive to the company's object or any of them and to oppose by lawful means any proceedings or application which may seem calculated directly or indirectly to prejudice the company's interest.
22. To improve, manage, work, develop, lease, mortgage, abandon or otherwise deal with, all or any part of the property , rights and concessions of the Company.
23. To create any Depreciation Fund, Reserve Fund, Sinking Fund, Insurance Fund, or any other Special Fund, whether for repairing, improving extending or maintaining any of the property of the company or for any other purposes conducive to the interest of the company and to transfer any such fund or part thereof to any other funds.
24. To pay all the costs, charges and expenses of and incidental to the promotion, formation, registration and establishment of the Company and the issue of its capital.
25. To distribute any of the properties of the company amongst the members in specie or kind, as permissible in law, in the event of its being wound up.
26. To provide for the welfare of Managing Directors, Directors and the Employees or Ex-Managing Director, Ex-Directors, Ex-Employees of the Company and the wives, widows and families or the dependents or connection of such persons, by building or contributing to the buildings of houses, dwelling or by grants of money pensions, providing insurance, allowance, bonus etc.,
27. To receive money on deposit or loan for financing the business of the company on such terms as may be deemed fit, subject to any laws or regulations that may be applicable.
28. Subject to Section 78 of the Companies Act, 1956 and the Companies (Transfer of Profit to Reserve) Rules 1975 to place to reserve or to distribute as bonus shares among the members, or otherwise to apply as the company may from time to time think fit, any monies received by way of premium on shares or debentures issued at a premium by the company and monies received in respect of dividends accrued on forfeited shares and monies arising from the sale by the company of forfeited shares.

29. To borrow or raise monies needed for purpose of the company's business from individuals, firms Companies or other bodies corporate, banks and/or other financial institutions private or government either in the shape of long term loans, underwriting and issue of shares and debentures, or otherwise as may be deemed fit.
30. To distribute among the shareholders in specie or otherwise any property of the company or any proceeds of sale of such property in the case of winding up but so that no distribution amount to a reduction of capital made except with the sanction, if any, for time being required under law.
31. To refer or agree to refer to arbitration, any claim, demand, dispute, legal proceedings, or any other question by or against the Company or in which the company is interested or concerned.
32. To open any account with any Bank or Banks as may be thought fit and to operate such accounts and to make, draw, accept, negotiate, endorse, discount, execute and issue cheques, promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments and contracts and deeds and other instruments and to cancel and vary such instruments. But the Company shall not do any Banking Business as defined in the Banking Regulation Act, 1949.
33. To appoint trustees (whether individual or corporations) to hold securities on behalf of and protect the interests of the Company and to hold in the names of others any property which the company is authorised to acquire.
34. To do all or any of the above things in any part of the Union of India and of the world and agents or otherwise and either alone or in conjunction with others.

(C) The other objects of the Company are:

1. To carry on the business of manufacturers, merchants, exporters, importers, agents, distributors and dealers in all kinds and forms of organic and in-organic chemicals, products and mixtures thereof.
2. To carry on the business of manufacturers, merchants, exporters, importers, agents distributors and dealers in all kinds of Plant, Machinery, Tools, Appliances, Ancillaries and Components used in Textile Industry.
3. To carry on the business of manufacturers, merchants, exporters, importers, agents distributors and dealers in all types of Electrical and Electronic Machinery, Equipments, Computer instruments, Tools, Goods and appliances, including Ancillaries and Components.

4. To carry on all kinds of agency business.
5. To carry on any scientific research which may be of benefit to the company and to establish, conduct and carry on any educational or other institutions and research or such other activities.
6. To carry on business as engineers, contractors, fabricators, and builders of all kinds of civil, commercial, military and industrial structures including buildings, roads, railways, waterworks, power plants, pipelines and other works.
7. To erect, purchase, take on lease or otherwise acquire estates, forests, plantations and other lands of freehold, leasehold or other tenure.
8. To gin and process kappas and to buy, sell, press, distribute, supply, export, import or deal in any manner in kappas, cotton lint and cotton seed.
9. To carry on the business of an Investment Company in all its branches and without prejudice to the generality of the foregoing to buy, underwrite, invest in and acquire and hold, sell and deal in shares, stocks, debentures, debenture-stock, bonds, obligations and securities.
10. To carry on or undertake business as Financiers and Capitalists to finance operations of all kinds such as managing, purchasing, selling, hiring, letting on hire, leasing out, taking on lease and dealing in all kinds of property, movable or immovable plant and machinery, goods, chattels, automobiles/motorized vehicles, lands, bullion, stocks, shares, Government bonds.

IV The liability of the Members is limited.

V The share capital of the company is Rs.5,00,00,000/- (Rupees Five Crore only) divided into 50,00,000 (Fifty Lakh) Equity shares of Rs.10/- (Rupees Ten) each with power to increase or reduce the capital and with liberty to divide the shares in the capital into other classes and attach thereto respectively such preferential rights, privileges or conditions or subject the same to any restrictions, limitations or conditions and to vary modify or abrogate any such right, privileges or conditions in such manner as may be permitted by the Companies Act, 2013 and as the company deems fit and necessary.

Share capital increased from Rs.2 Crore to Rs.5 Crore as per the Special Resolution passed at the EGM held on 11/03/2016.

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.

S.No	Name, Father's Name, Addresses, Descriptions and Occupation of Subscribers	No. of Equity shares taken by each subscriber	Signature of Subscriber.
1	KG Baalakrishnan S/o K Govindasamy Naidu 134 Race Course Coimbatore 641 018 Business	9 Nine only	Sd/- K G Baalakrishnan
2	B Sriramulu S/o KG Baalakrishnan 134 Race Course Coimbatore 641 018 Business	9 Nine only	Sd/- B Sriramulu
	Total Number of Shares taken	18 Eighteen only	

Place: Coimbatore

Date : 12.07.1999

Witness to the above Signatures

P Periaswamy, S/o Mr R Pethannan, 100 Ashtalaxmi Nagar, Coimbatore 641 024