

**TABLE –A**  
**MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES**

1. The name of the company is “**ARUNA HOTELS LIMITED**”.
2. The registered office of the company will be situated in the State of Tamil Nadu
3. (a) The objects to be pursued by the company on its incorporation are:—
  1. To carry on the business as hoteliers, hotel proprietors, hotel managers and operators, refreshment contractors and caterers, restaurant keepers, refreshment room proprietors, milk and snack bar proprietors, café and tavern proprietors, lodging house proprietors, ice cream merchants, sweetmeat merchants, milk manufacturers and merchants, bakers, confectioners, professional merchants, licensed victuallers, wine and spirit merchants, blenders and bottlers.
  2. To purchase the lands and premises now and to purchase, take on lease or otherwise acquire lands, buildings or elsewhere for the business of hotels, restaurants, snack bars, café, ice cream parlor, dairy products, confectionaries and allied food products and to sell and let the lands of the company or to use the same or any part thereof, or to acquire and use other lands for the construction of hotels, restaurants and entertainment centers, amusements parks with or without shopping plaza etc.
- (b) Matters which are necessary for furtherance of the objects specified in clause 3(a) are:—
  1. To enter into agreement an contracts with any individuals, firms, companies, or other organization for technical, financial or any other assistance for carrying out all or any of the objects of the company.
  2. To establish and maintain any agencies in India or any part of the world for the conduct of the business of the Company or for the sale of any materials or services for the time being at the disposal of the Company for sale.
  3. To apply for purchase or otherwise acquire and protect, prolong and renew trademarks, trade names, designs, secret processes, patent rights, Invention, licenses, protections and concessions which may appears likely to be advantageous or useful to the Company and to spend money in experimenting and testing and improving or seeking to improve any patents, inventions or rights which the company may acquire or propose to acquire or develop.
  4. To enter into any arrangements with any Government, Local authority or Corporation or Board, Society etc. which may seem conducive to the Corporation's objects and/ or to obtain from Government or any authority any rights, and privileges and/ or concessions, which the Corporation may think fit or desirable to obtain and to carry out, exercise and to comply with any such arrangement, rights, privileges and concessions.
  5. To amalgamate or enter into partnership or profit sharing arrangement with and to co-operate in a way with or assist or takeover of any company, firm or person.
  6. To enter into arrangements for technical collaborations and or other forms of arrangement including capital participation with Foreign or Indian persons and to pay for technical assistance or collaboration royalties or other fees, in cash or by allotment of equity or debentures or such other stocks.
  7. To enter into any arrangement for sharing profits, union of interest co-operations, joint venture, reciprocal concession or otherwise with any person, firm or company carrying on or engaged in, or about to carry on or engage in any business of or transaction which this Company is authorised 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 and to lend money, to guarantee the contracts or otherwise, assist, any person, firm or company and to takeover or otherwise acquire and holds shares or securities of any such person, firm or company and to sell, hold, reissue with or without guarantee or otherwise deal with the same.

8. To amalgamate with any company or companies having objects altogether or in part similar to those of this Company.
  9. 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 authorised to carry on or possessed of property or rights, suitable for any of the purposes of the Company, and to purchase, acquire, apply for, hold, sell shares, stock, debentures or debenture stock of any such person, firm or company, and to conduct, make or carry into effect any arrangement in regard to the winding up of the business of any such person, firm or company.
  10. To enter into contract or make arrangement with persons engaged in any trade, business or profession for obtaining or rendering expertise and technical services for and from the Company.
  11. To form, promote, establish, subsidize or otherwise assists any company or companies, firms, institutions, establishments or individuals for the purpose of furthering any of the objects of the Company.
  12. To advertise and about means of making known or promoting the use of all or any of the services or manufacturers products/goods of the company or any articles, or goods/services traded or dealt in by the Company any way as may be expedient including the posting of bills in relation thereto, and the issue of circulars, books, pamphlets and price lists and the conducting of competitions, exhibitions and giving of prizes, rewards and donations.
  13. To undertake and carry on any business, transaction or operation commonly undertaken or carried on by promoters of companies, Concessionaires, contractors for public and other works or merchants.
  14. To establish or promote or concur or be interested in establishing or promoting any company or companies for the purpose of acquiring all or any of the property, rights and liabilities of the Company or for any other purpose whatsoever and to transfer to any such Company any property of this Company and to place or guarantee the placing of, underwrite, subscribe for or otherwise acquire all or any part of the shares, debentures or other securities of any such other Company and to subsidies or otherwise assist any such other Company.
  15. To acquire by purchase, lease, exchange, hire or otherwise develop or operate, land buildings and hereditament of any tenure or description and any estate or interest therein, and any right over to or connected with land, buildings so situated and develop or to turn the same to account as may seem expedient and in particular by preparing building sites and by constructing, re-construction, altering, improving, decorating, buildings, works and conveniences of all kinds and by leasing hiring or disposing of the same.
4. The liability of the member(s) is limited.
5. The Authorized share capital of the company is Rs. 75,00,00,000/- (Rupees Seventy Five Crores only), divided into 6,70,00,000 (Six crores and Seventy Lacs) Equity shares of face value of Rs. 10/- (Rupees Ten) each and 8,00,000 preference shares of Rs. 100/- each constituting Redeemable Preference Shares Capital of the Company.\*\*

**DRAFT MoA**

6. 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 against our respective names:—

Names, Addresses, descriptions and occupations of subscribers	No. of equity shares taken by each subscriber	Signature of subscriber	Signature, Names, Addresses, descriptions and occupations of witnesses
C.S.Loganathan s/o. C. Shanmuga Mudaliar 7,Vasu Street, Madras - 10	500		D.T.Rayner Son of Mr. D.J. Devadoss Head Clerk, Century Flour Mills Ltd., Madras - 1
P. Maruthai Pillai S/o. Perumal Pillai 26, Sterling Road, Nungambakkam, Madras- 31	500		
J.H.Tarapore S/o, H.A.Tarapore No.11, Balfour Road, Madras - 10	500		
P.Sharfuddin S/o, T.A.Pitchai Rowther 2d, Nungambakkam High Road, Madras -6	500		
K.E.Arunachalam S/o, Ekambara Mudaliar 6, Vasu Street, Madras - 10	500		
P.Govindasami S/o, Perumal Pillai 221, Govindappa Naick Street, Madras - 1	500		
M.Subramaniam, S/o, Mooka Pillai 221, GovindappaNaick Street, Madras -1	50		
M.Muthu S/o, Maruthai Pillai 221, GovindappaNaick Street, Chennai - 1	50		
Total shares taken:			

Dated at Madras this 24<sup>th</sup> day of August, 1960