

**Form No. INC-33**

**e-MOA (e- Memorandum of Association)**

[Pursuant to Schedule I (See Sections 4 and 5) to  
the Companies Act 2013]

\*Table applicable to company as notified under schedule I of the companies Act, 2013

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**Table A- MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES**

1. The Name of the Company is

DHANALAXMI ROTO SPINNERS LIMITED

2. The Registered office of the company will be situated in the state of

Telangana-TG

3.(a)The objects to be pursued by the company on its incorporation are

1. To carry on the business as Manufacturers, Dyers, Printers, Bleachers, Knitters, weavers, Importers Exporters and Dealers of all types of Silk, Art Silk, Cotton Rayon, wool and man made fabrics, Cloth and Textiles goods.

2. To carry on the business as Manufactures, Roto Spinners, Spinners, Sizers, Twisters, Crimpers, Texturisers Processors, Dealers, Importers Exporters and Distributors of all types of cotton, Synthetic or Nylon fibres, threads and yarns of any description.

3 To carry on the business of any investment company and to buy invest in, acquire, hold shares, stocks, debenture stock, bonds, obligations and securities of any kind issued or guaranteed by any company constituted or carrying on business in India or elsewhere and debenture, debenture, stock, bonds obligations and securities issued or guaranteed by any Government, State Public body or authority, firm or person whether in India or elsewhere.

4. To carry on the business of manufacturers of and dealers in all kinds and classes of paper and pulp including sulphate wood pulp. Mechanical pulp and any other form of wood pulp papers including transparent, vellum, writing, printing, glazed, absorbent news printing wrapping, tissue, cover, blotting, filter, blank or bond, Badami, brown buff, or coloured, lined, azure laid, gloss or release waste coated paper, handmade, parchment, drawing, draft carbon, envelope and box and straw duplex and triplex boards and all kinds of articles in the manufacture of which in any form pulp, paper or board is substantially used.

5. To promote, establish acquire, and run or otherwise carry on the business of any trade like plastic or rubber, fertilizer, pesticides and agro-chemicals.

6. To manufacture, purchase, sell, export, import and otherwise deal in all types of textiles, paper, plastic, chemicals, textiles, paper, plastic colours, glue and other chemicals including acids of all varieties and description.

3.(b)Matters which are necessary for furtherance of the objects specified in clause 3(a) are

1. To exchange, mortgage, royalty or tribute grant licenses, options and other rights over and in other manner deal with or dispose of the whole or any part of the undertaking, property, assets, rights and effects of the Company for consideration as may be thought fit and in particular for stocks, shares debentures whether fully or partly paid-up or securities of any other such company having objects whole or in part similar to those of the Company or as may be approved by the shareholders.

2. To pay for any rights or property acquired by the Company and to remunerate any person, firm or body corporate rendering services to the Company either by cash payment or by allotment to him or them of

For DHANALAXMI ROTO SPINNERS LTD

*Narayana Prami*  
DIRECTOR



shares or securities of the Company as paid up in full.

3. To lend and advance money, either with or without security and give credit to such persons (including Government) and upon such terms and conditions as the Company may think fit, provided that the Company shall not carry on banking business within the meaning of Banking Regulations Act, 1949.
4. To undertake financial and commercial obligations, transactions and operations of all kinds.
5. To guarantee the performance of any contract or obligation of and the payment of money or dividends and interest on any stock, shares or securities of any company, corporation, firm or person in any case in which such guarantee may be considered directly or indirectly to further the objects of the Company.
6. To guarantee the payment of money unsecured or secured or payable under or in respect of promissory notes, bonds, debenture stocks, contracts, mortgages, charges, obligations, instruments and securities of any company or of any authority, supreme, municipal, local or of any persons whether incorporated or not incorporated, and to guarantee or become sureties for the performance of any contracts or obligations may be necessary for the purposes of the Company.
7. To invest in other than investment in Company's own shares any money of the Company not immediately required in any investments, movable or immovable including Fixed Deposits as may be thought proper and to hold, sell or otherwise deal with investments, shares or stock in the company as may be necessary for the main business of the Company.
8. Subject to the Act and the regulation made there under and the directions issued by Reserve Bank of India, to receive money on deposit or loan and borrow or raise money in such manner as the Company shall think fit and in particular by the issue of debentures or debenture-stock (perpetual or otherwise) and to secure the payment of manner as the Company shall think fit and in particular by of the issue debentures or debenture-stock (perpetual or otherwise) and to secure the payment of any money borrowed, raised or owing on the mortgage, charge or line upon all or any of the property or assets of the Company (both present or future) including its uncalled capital and also by similar mortgage, charge or lien to secure and guarantee the performance by the Company, or any other such person or Company, of any obligation undertaken by the Company.
9. To draw, make accept, endorse, negotiate, execute and issue bill of exchange, promissory notes, bill of lading, debentures and such other negotiable or transferable instruments or securities.
10. To apply for, purpose or otherwise acquire and protect, prolong and renew in any part of the world, any patents, patent rights, brevets inventions, trademarks, designs, licenses, protections, concessions and the like, conferring any exclusive or non-exclusive or limited right to their use or of any secret or other information as to any invention, process or privileges which may seem capable of being used for any of the purposes of the Company or the acquisition of which may seem calculated directly or indirectly to benefit the Company and to use, exercise, develop or grant licenses or privileges in respect of or otherwise turn to account, the property, rights and information so acquired.
11. To spend money in experimenting upon and testing and in improving or seeking to improve any patents, rights, inventions, discoveries, processes or information of the Company or which the Company may acquire or propose to acquire.
12. To do all or any of the above things either as principals, agents, trustees, contractors or otherwise and either alone or in conjunction with others and either by or through agents, sub-contractors, trustees and otherwise.
13. To acquire and takeover all or any part of the business, property and liabilities of any person firm or company carrying on or proposing to carry on any business which this Company is authorized to carry on or possess of property suitable for the purpose of the Company.
14. To procure the registration or recognition of the company in or under the laws of any place outside India.
15. To form, incorporate or promote any company or companies whether in India or elsewhere having amongst its or their objects the acquisition of all or any of the assets or controls, management or development of the Company or any other objects which in the opinion of the Company could or might

For DHANALAXMI ROTO SPINNERS LTD

*Narayan Kumar*  
DIRECTOR



directly or indirectly assist the Company in the management of its business or the development of its properties or otherwise prove advantageous to the Company and to pay all or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be rendered in or about the formation or promotion of the Company or the conduct of its business or in or about the promotion of any other such company in which the Company may have an interest.

16. Subject to the provisions of Section 230 to 234 of the Companies Act, 2013, to amalgamate or to enter into partnership or into any arrangement for sharing profits, union of interest, co-operation, joint venture or reciprocal with any person or persons or company or companies carrying on or engaged in any business which the Company is authorized to carry on.

17. To enter into any arrangements and take all necessary or proper steps with Governments or with other authorities, supreme, national, local, municipal or otherwise of any place in which the Company may have interests and to carry on any negotiations or operations for the purpose of directly or indirectly carrying out the objects of the Company or effecting and modification in the constitution of the company or for furthering the interests of the members and to oppose any such steps taken by any other company, firm or person which may be considered likely, directly or indirectly to prejudice the interest of the Company or its members and to assist in the promotion whether directly or indirectly of any legislation which may seem advantageous to the company and to obtain from any such Government authority and company any charters, contracts, decrees, rights, grants, loans, privileges, or concessions which the company may think it desirable to obtain and carry out, exercise and comply with any such arrangements, charters, decrees, rights, privileges or concessions.

18. To acquire any kind of immovable property, real estate on leasehold and or freehold basis and to develop, construct, improve the same and for these purposes, if required, raise any funds in shape of loans, deposits from lending institutions or any other source and to hold, manage and dispose of the same.

19. To undertake executive any trust, the undertaking of which may seem to the Company desirable and either gratuitously or otherwise and vest any real or personal property, rights of interests acquired by or belonging to the company in any person of Company on behalf of or for the benefit of the company and with or without any declared trust in favour of the Company.

20. To accept gifts including by way of Awards/Prizes from Govt. and Semi-Govt. Bodies and to give gifts and donations to create trusts for the welfare of employees, members, directors and/or their dependants, heirs and children and for deserving object for and such other persons also to act as trustee.

21. To apply the assets of the Company in any way in or towards the establishment, maintenance or extension of any association, institution or fund in any way connected with any particular trade or business or with trade or commerce and particularly with the trade, including any association, institution or fund for the interests of masters, owners and employers against loss by bad debt, strike, combination, fire, accident or otherwise of for the benefit of any clerk, workman or others at any time employed by the Company or any its predecessors in business or their families or dependants and whether or not in common with other persons or classes of persons and in particular of friendly, co-operative and other societies, reading rooms, libraries, educational and charitable institutions, dining and recreation rooms, churches, chapels, schools, and hospitals and to grant gratuities, pensions and allowances and to contribute to any funds raised by public or local subscription for any purpose .

22. To aid pecuniary or otherwise, any association, body or movement having for an object the solution, or settlement of industrial or labour problems or troubles or the promotion of industry or trade.

23. To subscribe or guarantee money for any national, charitable, benevolent, public, general or useful object or for any exhibition, subject to the provisions of section 293A of the Act.

24. To alienate, transfer, gift, sell, donate, settle or dispose of any property of the company with or without consideration to any person including any trust whether public or private, discretionary or specific either by revocable or irrevocable transfer or settlement upon such terms and conditions as the Board of Directors, may deem fit.

25. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefits of and give, procure the giving of donations, gratuities, pensions, allowances or emoluments to any persons who are or were at any time in the

For DHANALAXMI ROTO SPINNERS LTD

Narayan Kumar  
DIRECTOR



employment or service of the Company or is allied to or associated with the company or with any such subsidiary company or who are or were at any time Directors or officers of the company as aforesaid and the wives, widows, families and dependants of any such persons and also establish and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interest and well-being of the Company or of any such other Company as aforesaid and make payments to or towards the insurance of any such persons as aforesaid and do any of the matters aforesaid, either, alone or in conjunction with any such other company as aforesaid.

26. To open accounts or accounts including current or deposit account with any Bank or Bankers, shroff and merchant and to deposit and withdraw money from such account and to draw, make accept endorse, discount, issue, negotiate, assign and to otherwise deal in cheques, drafts, bill of exchange, promissory notes, bonds, bill of lading, railway receipts, warrants and all other negotiable instruments.

27. To create any depreciation fund, reserve fund, sinking fund or any other special fund whether for depreciation or for preparing, improving, extending or maintaining any of the properties of the company or for any other purpose conducive to the business and other interest of the Company.

28. Subject to the provisions of the Companies Act, 2013, to place, to reserve or to distribute bonus shares among the members or otherwise to apply, as may be thought fit, any money received by the way of premium on shares or debentures issued at premium by the company and any money received in respect of forfeited shares.

29. Subject to the provisions of the Companies Act, 2013, to distribute among the members in specie any property of the company or any proceeds of sale or disposal or any property of the company, or any proceeds of sale or disposal or any property of the company so in the event of winding up.

30. To appoint attorney for and on behalf of the Company and to execute the necessary powers to the said attorneys to act for and in the name of and on behalf of the Company and to revoke all or any of such powers and appointment as may be deemed expedient.

31. To train or to pay for the training in India or abroad of any member of any of the company's directors, employees or any other candidates in the interest of or for the furtherance of company's business.

32. To agree to refer to arbitration and to refer to arbitration any disputes present or future between the company and any other company, firm or individual and submit the same to arbitration in India or abroad either in accordance with India or any foreign system of law.

33. To do all and everything necessary suitable or proper for the accomplishment of any of the purposes or the attainment of any objects or the furtherance of any of the power herein before set forth either alone in association with other corporate bodies, firms, individuals and to do every other acts or act, things or thing incidental or appurtenant to or growing of or connected with the aforesaid business or powers of any part or parts thereof provided the same be not inconsistent with laws or Union of India.

34. To insure with any other company against losses, damages, risks and liabilities of all kinds which may affect the company.

35. To apply for tender, purchase or otherwise acquire any contract, sub-contracts, licences and concession for or relation to the objects or business herein mentioned and to undertake, execute, carry out, dispose of or otherwise turn to account the same.

36. To acquire from or sell to any person, firm or body corporate or unincorporated, whether in India or elsewhere technical and managerial information, knowhow, process, engineering, manufacturing, operating and commercial data, plans, layouts and blue prints useful for the design erection and operation of any plant or process of manufacture and to acquire or grant any licence or other rights and benefit in foregoing matters and things and to render any kind of management and consultancy services.

37. To acquire and secure membership, seat or privilege either in the name of company or its nominees in any association, exchange, market or institution in India or any part of the world dealing in all kinds and classes of Paper, Pulp including sulphate wood pulp, mechanical pulp, soda pulp, plastic, rubber, fertilizer, pesticides, agro-chemicals, cotton yarn, silk wool, artificial silk, rayon hemp, jute, linen, resin, dyes and chemicals, shares, stocks, debentures, bonds, loans and other securities and engineering equipment's so far as it relates to the Company's business.

For DHANALAXMI ROTO SPINNERS LTD

*Narayan Drem*

DIRECTOR



4.The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

5.The share capital of the company is  rupees, divided into,

1,50,00,000	Equity	Shares of	10	Rupees each	and
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**\*\*Note: The Authorized Share Capital of the company is enhanced from Rs. 5,00,00,000/- to Rs. 15,00,00,000/- at the Extra Ordinary General Meeting of members of the company held on 11/03/2025.**



*Narayan Inani*

Narayan Inani  
(DIN: 00525403)  
Managing Director cum CFO

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

Name and Signature of Subscriber	Description and Address of the subscribers	No. of Equity shares taken by the Subscribers	Witness
SRIKANTH INANI S/o: SHIVNARAYAN INANI OCCUPATION: BUSINESS <i>Srikanth Inani</i>	15-9-56 MAHARAJ GUNJ HYDERABAD-12	- 50 - FIFTY ONLY.	<i>Prakash Bang</i> M. PRAKASH BANG S/o. Chembayam dan Bang Chartered Accountant 15-2-42249, Siddiambar Boyer Hyderabad-500012
RAMAKANTH INANI S/o. Sri VENUGOPAL INANI OCCUPATION: BUSINESS <i>Ramakanth Inani</i>	15-9-56, MAHARAJ GUNJ HYDERABAD-500012	- 50 - (FIFTY ONLY)	
Total		100 (One hundred only)	

Place: Hyderabad  
 Date: 1-9-1987