

03<sup>rd</sup> September, 2024

**The National Stock Exchange of India Ltd.,**  
The Listing Department,  
“Exchange Plaza”,  
Bandra Kurla Complex, Bandra (East),  
Mumbai – 400 051  
**Scrip Symbol: TCI**

**BSE Ltd.**  
The Department of Corporate Services,  
Phiroz Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001  
**Scrip Code: 532349**

Dear Sir/ Ma’am,

**Sub: Amendment to Memorandum of Association (“MOA”) of the Company.**

**Ref: Scheme of Amalgamation under Section 232 read with Section 230 and other applicable provisions of the Companies Act, 2013 of TCI Ventures Limited (Transferor Company-1) and Stratsol Logistics Private Limited (Transferor Company-2), wholly owned subsidiary and step-down wholly owned subsidiary, respectively, of Transport Corporation of India Limited with Transport Corporation of India Limited (Transferee Company) and their respective shareholders and creditors.**

This is in furtherance to our earlier letter dated 19<sup>th</sup> August, 2024 relating to the aforesaid Scheme. As earlier informed, the Scheme has become operative from 19<sup>th</sup> August, 2024.

Pursuant to above Scheme and as mentioned in the Scheme, the Memorandum of Association ('MoA') of the Company stands amended as follows:

1) ‘Share Capital Clause’ due to increase in the Authorised Capital of the Company to Rs.41 crores from Rs.25 crores.

We wish to further inform that we have made necessary filings with Registrar of Companies, Hyderabad in this regard. The said form has been approved by ROC, Hyderabad today and accordingly the master data of the Company stands updated. For ready reference, copy of MoA amended pursuant to Hon’ble NCLT, Hyderabad Bench order dated August 14, 2024, and copy of updated Master Data of Transferee Company, is marked and annexed herewith as “**Annexure-A & B**” respectively.

Kindly take the same on your record and acknowledge.

Thanking you,  
Yours faithfully,  
For **Transport Corporation of India Ltd.**

**Archana Pandey**  
**Company Secretary & Compliance Officer**  
Encl: a/a

## Ministry Of Corporate Affairs

Date : 03-09-2024 5:58:58 pm

## Company Information

CIN	L70109TG1995PLC019116
Company Name	TRANSPORT CORPORATION OF INDIA LIMITED
ROC Name	ROC Hyderabad
Registration Number	019116
Date of Incorporation	02/01/1995
Email Id	archana.pandey@tcil.com
Registered Address	Q NO 306/307 3RF FLOOR1-8-271-273 & 301 ASHOK BHOOPAL CHAMBERS,SP ROAD, SEC'BAD - 500 003, Telangana, India, 000000
Address at which the books of account are to be maintained	-
Listed in Stock Exchange(s) (Y/N)	Yes
Category of Company	Company limited by shares
Subcategory of the Company	Non-government company
Class of Company	Public
ACTIVE compliance	ACTIVE Compliant
Authorised Capital (Rs)	41,00,00,000
Paid up Capital (Rs)	15,57,52,410
Date of last AGM	27/07/2024
Date of Balance Sheet	31/03/2024
Company Status	Active

## Jurisdiction

ROC (name and office)	ROC Hyderabad
RD (name and Region)	RD, South East Region

## Index of Charges

Sr. No	SRN	Charge Id	Charge Holder Name	Date of Creation	Date of Modification	Date of Satisfaction	Amount	Address
1	AA8809192	100938547	State Bank of India	07/06/2024	-	-	50,00,00,000	Commercial Branch, 6th Floor, Palm Court, Maharana Pratap Chowk, Near M.D.I Gurugram-122001,Gurgaon, Arjun Nagar, Haryana, India, 122001
2	AA8446785	100931293	KOTAK MAHINDRA BANK LIMITED	05/06/2024	-	-	2,36,46,048	27BKC, C 27, G Block Bandra Kurla Complex, Bandra (E), Mumbai, Mumbai, Maharashtra, India, 400051
3	AA8070823	100920859	KOTAK MAHINDRA BANK LIMITED	16/05/2024	-	-	7,96,25,689	27BKC, C 27, G Block Bandra Kurla Complex, Bandra (E), Mumbai, Mumbai, Maharashtra, India, 400051
4	AA7732730	100907693	KOTAK MAHINDRA BANK LIMITED	20/04/2024	-	-	7,96,25,689	27BKC, C 27, G Block Bandra Kurla Complex, Bandra (E), Mumbai, Mumbai, Maharashtra, India, 400051
5	AA7200012	100889865	KOTAK MAHINDRA BANK LIMITED	19/03/2024	-	-	7,96,25,689	27BKC, C 27, G Block Bandra Kurla Complex, Bandra (E), Mumbai, Bandra, Maharashtra, India, 400051



# TRANSPORT CORPORATION OF INDIA LIMITED

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COMPANY LIMITED BY SHARES

MEMORANDUM AND ARTICLES OF ASSOCIATION

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For Transport Corporation of India Ltd.

  
(ARCHANA PANDEY)  
Company Secretary & Compliance Officer

Company No. 01-19116



FRESH CERTIFICATE OF INCORPORATION  
CONSEQUENT ON CHANGE OF NAME

In the Office of the Registrar of Companies,  
Andhra Pradesh, Hyderabad.

(Under the Companies Act, 1956 (1 of 1956))

IN THE MATTER OF TCI INDUSTRIES LIMITED

In hereby certify that M/s TCI INDUSTRIES LIMITED

\_\_\_\_\_ was

originally incorporated on 2nd day of JANUARY, 1995

under the companies Act, 1956, under the name M/s. TCI INDUSTRIES LIMITED

The said M/s. TCI INDUSTRIES LIMITED

\_\_\_\_\_ having duly passed necessary resolution under section 21/22(1)(e)/22(1) (b) of the companies Act, 1956 and also having obtained the approval of the Central Government in writing vide letter No. RAP/TA.1/Sec. 21/19116/98 dated 29-1-1999 of Registrar of Companies, Andhra Pradesh, Department of Company affairs has changed its name to M/s. TRANSPORT CORPORATION OF INDIA LIMITED

This certificate is issued pursuant to section 23(1) of the said Act.

Given under my hand at Hyderabad, this 29th day of JANUARY

One Thousand Nine Hundred and NINETYNINE.



(E. SELVARAJ)

REGISTRAR OF COMPANIES  
ANDHRA PRADESH: HYDERABAD



प्रारूप. आई. आर.  
Form I.R.

निगमन का प्रमाण-पत्र

## CERTIFICATE OF INCORPORATION

ता.....का सं.....  
No. 01-19116 of 19 94-95

मैं एतद्वारा प्रमाणित करता हूँ कि आज .....

कम्पनी 'अधिनियम' 1956 (1956 को 1) के अधीन निगमित की गई है और यह कम्पनी परिसीमित है।

I hereby certify that **TCI INDUSTRIES LIMITED**

is this day incorporated under the Companies Act, 1956 (No.1 of 1956) and that the Company is limited.

मेरे हस्ताक्षर से आज ता.....को दिया गया।

Given under my hand at **HYDERABAD** this **2nd**

day of **January** One thousand nine hundred and **Ninety five.**

(12th Pausa 1916 saka)



J.S.C-1

*N. R. Sridharan*

(N. R. SRIDHARAN)

कम्पनियों का रजिस्टर  
Registrar of Companies  
Andhra Pradesh.

Company No. 01-19116



**Certificate of Commencement of Business.**

Pursuant of section 149 (3) of the Companies Act, 1956.

I hereby certify that TCI INDUSTRIES LIMITED

which was incorporated under the Companies Act, 1956, on the 2nd  
day of JANUARY, 1995 and which has this day filed a duly verified  
declaration in this prescribed form that the conditions of section 149 (1) (a) to  
(d)/149 (2) (a) to (c) of the said Act, have been complied with is entitled to  
commence business.

Given under my hand at Hyderabad this 12th day of JANUARY  
one thousand nine hundred and Ninety Five.



*N. R. Sridharan*  
(N. R. SRIDHARAN)

REGISTRAR OF COMPANIES  
ANDHRA PRADESH, HYDERABAD

**IN THE HIGH COURT OF JUDICATURE, ANDHRA PRADESH  
AT HYDERABAD**

**(ORDINARY ORIGINAL/ CIVIL JURISDICTION)**

**MONDAY, THE THIRTEENTH DAY OF JULY**

**ONE THOUSAND NINE HUNDRED AND NINETY EIGHT**

**PRESENT**

**THE HON'BLE MR. JUSTICE A.S. BHATE**

**COMPANY PETITION NO.50 OF 1998**

**CONNECTED WITH**

**COMPANY APPLICATION NO.637 of 1997**

**IN THE MATTER OF COMPANIES ACT 1956 (ACT 1 OF 1956)**

**AND**

**IN THE MATTER OF SECTIONS 391 & 394 OF THE SAID ACT**

**AND**

**IN THE MATTER OF M/s. TCI INDUSTRIES LTD.**

**AND**

**IN THE MATTER OF M/s. GATI CORPORATION LTD.**

**AND**

**IN THE MATTER OF M/s. TRANSPORT CORPORATION OF INDIA LTD.**

**AND**

**IN THE MATTER OF M/s. TRANSCORP INTERNATIONAL LTD.**

M/s. TCI INDUSTRIES LTD., a company incorporated under the Companies Act, 1956, having its Regd. Office at 801, 8<sup>th</sup> Floor, Paigah Plaza, Basheerbagh, Hyderabad-500029, represented by its Company Secretary, Shri D.C. Agarwal.

..... PETITIONER

Petition U/s. 394 R/w. Rule 79 of the Companies court rules 1959, the High Court may be pleased:

- (a) That the Scheme of arrangement between the companies, their respective shareholders, a copy of which is filed hereto as Annexure-A9, be sanctioned and confirmed by this Hon'ble High Court so as to be binding on all the members, secured & unsecured Creditors and employees of the Petitioner company and all concerned.
- (b) For an order under section 394 of the Act that the Petitioner Company do within 30 days after the date of the order, cause a certified copy to be delivered to the Registrar of Companies, Andhra Pradesh, for registration, and on such certified copy being delivered on or such other date as this Hon'ble Court may deem fit, the Registrar of Companies, Andhra Pradesh, Hyderabad, shall take all necessary consequential action in respect of the petitioner company and other respective companies.
- (c) That the parties of the scheme or other persons interested shall be at liberty to apply to this Hon'ble Court for any directions that may be necessary in regard to the carrying out of the scheme of arrangement.
- (d) That such order may be made in the premises as the Court shall deem fit.

This Petition coming on for orders upon reading the Judge's Summons and the affidavit dated 21.02.1998 and filed by the petitioner herein support of the petition and the report of the Chairman and upon hearing the arguments of Mr. V.S. Raju, Advocate for the petitioner.

**THE COURT DOTH ORDER AS FOLLOWS:**

1. that this court doth hereby sanction the scheme of arrangement with effect from the appointed date as per the paras in the petition herein and doth hereby declare the same be binding on the petitioner companies.
2. that the property rights and powers of the transferor company specified in the scheme of arrangement annexed hereto and other property rights and powers of the transferor company be transferred without further act or deed to the transferee companies specified in the said scheme and accordingly the same shall pursuant to the section 394(2) of the Companies Act, 1956 be transferred to and vest in transferee companies for the estate and interest of the transferor company therein but subject to nevertheless to all charges now effecting the same.
3. that the liabilities and duties of the transferor company specified in the scheme be transferred, without further act or deed to the transferee companies specified in the scheme and accordingly the same shall, pursuant to section 394(2) of the Companies Act, 1956 be transferred to and become the liabilities and duties of the transferee companies.
4. that proceedings now pending by or against the transferor company be continued by or against the transferee companies in respect of the properties and liabilities transferred in terms of the scheme.
5. that the transferee companies do without further application allot to such members of the transferor company as have not given such notice of dissent as is required by the company to which they are entitled under the said compromise or arrangement.
6. that the petitioner companies do within 30 days after the date of this order cause a certified copy of this order to be delivered to the Registrar of Companies for registration and on such certified copy being so delivered, Registrar of Companies shall take all consequential actions;
7. that the parties interested to the scheme of arrangement or other persons interested shall be at liberty to apply to this court for any directions that may be necessary in regard to the working of the scheme;
8. that any person interested shall be at liberty to apply to the court in the above matter for any directions that may be necessary;
9. that the scheme of arrangement hereby sanctioned is subject to such modification as this court may deem fit to make for the proper working and implementation of the scheme.
10. that there be no order as to costs in the company petitions.

SD/-  
M.V. SUBBA RAO  
JOINT REGISTRAR

Corrected order as per orders of the Registrar (J) dt.28.07.98 on letter of Sri V.S. Raju, Advocate dated 28.07.98.

Please substitute this order for the decree despatched on 24.07.1998.

Dated: 30.07.1998

sd/-  
M.V. SUBA RAO  
JOINT REGISTRAR

sd/-  
SECTION OFFICER

**IN THE HIGH COURT OF JUDICATURE, ANDHRA PRADESH  
AT HYDERABAD**

**(ORDINARY ORIGINAL/ CIVIL JURISDICTION)  
FRIDAY, THE EIGHTEENTH DAY OF AUGUST  
TWO THOUSAND AND SIX**

**PRESENT**

**THE HON'BLE SRI JUSTICE S. ANANDA REDDY  
COMPANY PETITION NO.79 OF 2006**

**CONNECTED WITH**

**COMPANY APPLICATION NOS.511 TO 513 OF 2006  
IN THE MATTER OF THE COMPANIES ACT (1 OF 1956)**

**AND**

**IN THE MATTER OF SECTIONS 391 & 394 OF THE SAID ACT**

**AND**

**IN THE MATTER OF M/s. TRANSPORT CORPORATION OF INDIA LTD.**

**AND**

**IN THE MATTEFR OF M/s. TCI SEAWAYS LIMITED**

Between:

M/s. TRANSPORT CORPORATION OF INDIA LIMITED, a company incorporated under the Companies Act, 1956, having its registered office at Flat nos.306 & 307, 1-8-271 to 273, 3<sup>rd</sup> Floor, AshokaBhoopal Chambers, S.P. Road, Secunderabad-500003, rep. by its Senior Vice President – Finance & Secretary, Sri A.K. Bansal.

..... PETITIONER (TRANSFEREE COMPANY)

Petitioner to sanction the Scheme of Arrangement for Amalgamation under Section 391 & 394 of the Companies Act, 1956, praying that this High Court may be pleased to:

- (a) That the scheme of arrangement for amalgamation as approved by the unsecured creditors, secured creditors and equity shareholders of the petitioner/ transferor company and the transferee company, a copy of which is filed hereto as Annexure-A5, be sanctioned and confirmed by this Hon'ble High Court so as to be binding on all the members, creditors and employees of the petitioner company and all concerned.
- (b) For an order under section 394 of the Act that the petitioner company do within 30 days after date of the orders, cause a certified copy to be delivered to the Registrar of Companies, Andhra Pradesh, Hyderabad, for registration and on such certified copy being delivered or such date as this Hon'ble High Court may deem fit, the Registrar of Companies, Andhra Pradesh, Hyderabad, shall take all necessary consequential action in respect of the petitioner company and also dissolution of the transferor company without going through the process of winding up.
- (c) That the parties of the scheme or other persons interested shall be at liberty to apply to this Hon'ble High Court for any direction that may be necessary in regard to the carrying out of the scheme of arrangement for amalgamation.

This Petition coming on for orders upon reading the Judge's Summons and the affidavit dated 19.06.2006 and filed by Mr. A.K. Bansal, authorised signatory in support of this and upon hearing the arguments of Sri V.S. RAJU, Counsel for the Petitioner and Sri A. Rajasekhara Reddy, Standing Counsel for Central Government.

**THE COURT DOETH ORDER AS FOLLOWS:**

- (i) that this court doth hereby sanction the scheme of amalgamation and doth hereby declare the same to be binding on the transferor company and the transferee company.
- (ii) that all the property rights and powers of the transferor company specified in the scheme of amalgamation annexed hereto and all the other property rights and powers of the transferor company be transferred without further act or deed to the transferee company and accordingly the same shall pursuant to the section 394(2) of the Companies Act, 1956 be transferred to and vest in transferee company for all estate and interest of the transferor company therein but subject nevertheless to all charges now effecting the same.
- (iii) that all the liabilities and duties of the transferor company be transferred without further act of deed to the transferee company and accordingly the same shall pursuant to section 394(2) of the Companies Act, 1956 be transferred to and become the liabilities and duties of the transferee company.
- (iv) that all proceedings now pending by or against the transferor company be continued by or against the transferee company.
- (v) that the transferee company do without further application allot to such members of the transferor company as have not given such notice of dissent as is required by the scheme, the shares in the transferee company to which they are entitled under the said scheme of amalgamation.
- (vi) that the transferor company do within 30 days after the date of this order cause a certified copy being so delivered, the transferor company shall stand dissolved and the Registrar of Companies shall place all documents relating to the transferor company and registered with him on the file kept by him in relation to the transferee company and the files relating to the said two companies shall be consolidated accordingly.
- (vii) that any person interested shall be at liberty to apply to the Court in the above matter for any directions that may be necessary.
- (viii) that there be no order as to costs in the company petitions.

Date: 08.09.2006

SD/-  
K. SATYA KUMARI  
JOINT REGISTRAR

**IN THE HIGH COURT OF JUDICATURE, ANDHRA PRADESH  
AT HYDERABAD  
(ORDINARY ORIGINAL/ CIVIL JURISDICTION)  
WEDNESDAY, THE FIFTEENTH DAY OF SEPTEMBER  
TWO THOUSAND AND TEN  
PRESENT  
THE HON'BLE SRI JUSTICE G. BHAVANI PRASAD  
COMPANY PETITION NOS.133 AND 134 OF 2010  
Connected with  
COMPANY APPLICATION NOS.439 AND 440 OF 2010  
COMPANY PETITION NO.133 OF 2010  
Connected with  
COMPANY APPLICATION NO.439 OF 2010  
IN THE MATTER OF THE COMPANIES ACT, 1956 (1 OF 1956)  
AND  
IN THE MATTER OF SECTIONS 391 AND 394 OF THE SAID ACT  
AND  
IN THE MATTER OF M/s. TRANSPORT CORPORATION OF INDIA LTD.  
AND  
IN THE MATTER OF M/s. TCI DEVELOPERS LTD.  
AND  
THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS**

M/s. Transport Corporation of India Limited, a Company incorporated under the Companies Act, 1956, having its Registered Office at Flat Nos.306 & 307, 1/8/271 to 273, Third Floor, Ashoka Bhoopal Chambers, S.P. Road, Secunderabad-500003, rep. by its Chief Financial Officer and Company Secretary, Sri A.K. Bansal.

..... PETITIONER (TRANSFEROR COMPANY)

Petition to sanction the Scheme of Arrangement under Section 391 and 394 of the Companies Act, 1956, of the Company Court Rules, praying that this High Court may be pleased to:

- (a) That the Scheme of Arrangement as approved by the Shareholders, secured creditors and unsecured creditors of the Petitioner Company and the Transferee Company, a copy of which, is filed hereto as Annexure-A5, be sanctioned and confirmed by this Hon'ble High Court so as to be binding on all the members, creditors and employees of the Petitioner Company and all concerned.
- (b) Hon'ble High Court may deem fit, the Registrar of Companies, Andhra Pradesh, Hyderabad, shall take all necessary consequential action in respect of the Petitioner Company.
- (c) That the parties of the scheme or other persons interested shall be at liberty to apply to this Hon'ble High Court for any direction that may be necessary in regard to the carrying out of the Scheme of Arrangement.

**COMPANY PETITION NO.134 OF 2010**  
**Connected with**  
**COMPANY APPLICATION NO.440 OF 2010**

**IN THE MATTER OF THE COMPANIES ACT, 1956 (1 OF 1956)**  
**AND**  
**IN THE MATTER OF SECTIONS 391 AND 394 OF THE SAID ACT**  
**AND**  
**IN THE MATTER OF M/s. TCI DEVELOPERS LTD.**  
**AND**  
**IN THE MATTER OF M/s. TRANSPORT CORPORATION OF INDIA LTD.**  
**AND**  
**THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS**

M/s. TCI Developers Limited, a Company incorporated under the Companies Act, 1956, having its Registered Office at Flat Nos.306 & 307, 1/8/271 to 273, Third Floor, AshokaBhoopal Chambers, S.P. Road, Secunderabad-500003, rep. by its Authorised Signatory, Sri V.K. Shukla.

..... PETITIONER (TRANSFeree COMPANY)

Petition to sanction the Scheme of Arrangement under Section 391 and 394 of the Companies Act, 1956, of the Company Court Rules, praying that this High Court may be pleased to:

- (a) That the Scheme of Arrangement as approved by the Shareholders, secured creditors and unsecured creditors of the Petitioner Company and the Transferee Company, a copy of which, is filed hereto as Annexure-A5, be sanctioned and confirmed by this Hon'ble High Court so as to be binding on all the members, creditors and employees of the Petitioner Company and all concerned.
- (b) For an order under Section 394 of the Act that the Petitioner Company do within 30 days after the date of the orders, cause a certified copy to be delivered to the Registrar of Companies, Andhra Pradesh, Hyderabad, for registration and on such certified copy being delivered or such date as this Hon'ble High Court may deem fit, the Registrar of Companies, Andhra Pradesh, Hyderabad, shall take all necessary consequential action in respect of the Petitioner Company.
- (c) That the parties of the scheme or other persons interested shall be at liberty to apply to this Hon'ble High Court for any direction that may be necessary in regard to the carrying out of the Scheme of Arrangement.

These Petitions coming on for orders upon reading the Judge's Summons and the affidavit dated 20/ 07/2010 and filed by Sri A.K. Bansal, Chief Finance Officer and Company Secretary in CP.No. 133 of 2010 and Sri V.K. Shukla, Authorised Signatory of the Petitioners Company in CP.No. 134 of 2010 and upon hearing the arguments of Sri V.S. Raju, Advocate for the Petitioner in both Company Petitions and Smt. M. Ramya for Assistant Solicitor General and Sri M. Anil Kumar, Counsel for the Official Liquidator in both the Company Petitions.

**Order under Section 394**

Upon the above petition coming on for further hearing on 15/09/2010 upon reading etc., and upon hearing etc.

### THIS COURT DOTH ORDER

1. That this court doth hereby sanction the Scheme of Arrangement as approved by the shareholders, secured creditors and unsecured creditors of the Transferor Company and Transferee Company, a copy is filed hereto as Annexure-5 to the Petitions, be and is hereby is sanctioned and doth hereby declare the same to be binding on all the member creditor and employees of both the Transferor Company and the Transferee Company viz. M/s. Transport Corporation of India Limited (Transferor Company) with M/s. TCI Developers Limited (Transferee Company).
2. That all the property rights and powers of the transferor company specified in the first, second and third parts of the schedule hereto and all other property rights and powers of the transferor company be transferred without further act or deed to the transferee company and accordingly the same shall pursuant to the section 394(2) of the Companies Act, 1956, be transferred to and vest in transferee company for all the estate and interest of the transferor company therein but subject nevertheless to all charges now effecting the same (here set out any changes by virtue of the compromise or arrangement are to cease to have effect).
3. That all the liabilities and duties of the transferor company be transferred, without further act or deed, to the transferee company and accordingly the same shall, pursuant to section 394(2) of the Companies Act, 1956, be transferred to and become the liabilities of the transferee company.
4. That all proceedings now pending by or against the transferor company be continued by or against the transferee company.
5. That the transferee company do without further application allot to such members of the transferor company as have not given such notice of dissent as is required by clause of arrangement herein the shares in the transferee company to which they are entitled under the said arrangement.
6. That the Transferor Company and Transferee Company do within 30 days after the date of issue of certified copies of this order cause a certified copy of this order to be delivered to the Registrar of Companies for registration.
7. That the Transferee Company should pay the stamp duty wherever applicable as per the regulations of the stamp Act.
8. That any person interested shall be at liberty to apply to the court in the above matter for any directions that may be necessary.
9. That the Transferor Company and the Transferee Company shall pay costs of the petitions set at Rs.3,000/- (Rupees three thousand only) each to the learned Assistant Solicitor General and the Transferor Company shall pay costs of Rs.3,000/- (Rupees three thousand only) to the learned counsel for the Official Liquidator.

SD/-

P.V. RADHAKRISHNA RAO  
JOINT REGISTRAR  
SECTION OFFICER  
SUPERINTENDENT  
COPYIST DEPARTMENT  
HIGH COURT OF A.P.  
HYDERABAD  
05/10/2010

**UNDER THE COMPANIES ACT, 2013**  
**(1 OF 2013)**  
**COMPANY LIMITED BY SHARES**  
**MEMORANDUM OF ASSOCIATION**  
**OF**  
**TRANSPORT CORPORATION OF INDIA LIMITED**

- I. The name of the Company is TRANSPORT CORPORATION OF INDIA LIMITED.
- II. The Registered Office of the Company shall be situated in the state of Telangana (Formerly known as Andhra Pradesh).
- II (a) The Company has taken over all the specified and allocated assets, both movable and immovable from Transport Corporation of India Ltd. (TCI) as mentioned in the annexure I & I (A) OF Part III to the Scheme of Arrangement as per the order dated 13<sup>th</sup> July 1998 of Hon'ble High Court of Andhra Pradesh, Hyderabad. All the assets & liabilities held by the "Transport Division" of TCI have also been vested with the Company with effect from 1<sup>st</sup> April 1996 i.e. the Appointed Date in pursuance of the said Scheme of Arrangement.
- III. The objects for which the Company is established are:

**A. THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**

1. To carry on the business of operating ships or any part of the Ship whether owned or chartered or hired;  
and to carry on independently or otherwise any of trades and business of shippers, ship owners, ship brokers, ship managers, tug owners, shipping agents, lading brokers, freight contractors, barge owners, lighter man, clearing and forwarding agents, carriers by water transport, haulage and general contractors, dock owners, engineers, ice merchants, refrigerated store keepers, ships store merchants, chandlers, ship husbands, stevedores, warehousemen, wharfingers, salvagers, ship repairers, ship breakers, nautical instruments and ship rigging, gear fitting and equipment of every description in India or in any part of the world whether independently or as part of shipping business.
2. To undertake and carry on the business of logistics solution provider in any or all of its aspects i.e. multimodal transportation, warehousing, distribution, providing MIS and related documentation, to act as Power of Attorney holders for the customers, to collect the sale proceeds on behalf of the customers and any other services related with the logistics/transport.
3. To carry on the business of public carriers, transporters and carriers of goods, passengers, merchandise, documents, parcels, services of pickup and delivery of documents, parcels, door to door/desk service of small, medium, bulk; odd or any size or type of consignments of all types of goods and merchandise including parcels, documents, refrigerated and frozen goods, public printed materials and household articles by company owned aircrafts, and/ or by leased or hired aircrafts and acquire permits for operating company owned or leased or hired aircrafts or any other airborne vehicle on any route in India or in any part of the world or in space.

4. To establish in India or in any part of the world, National and International courier business and to hold and deliver or arrange to deliver either on own arrangement or through representatives or the agents, customers' parcels articles, other consignments and negotiable instruments from one place to another in India or in any part of the world, and/or undertake and carry out the work of loading, unloading, handling forwarding and clearing agents for and on behalf of the owners of goods, luggage, parcels, articles, commodities, merchandise, livestock and other movables of every description and nature whatsoever in India or in any part of the world.
5. To carry on the business of and acquire permit for public carriers, transporters and carriers of goods, passengers, merchandise, documents, parcels, Express Cargo Services of pick up and delivery of documents, parcels, all types of goods and merchandise, door to door/desk to desk service of small, medium, bulk, odd or any size or type of consignments including refrigerated and frozen goods, public issue materials and household articles on land, water or air by any conveyance whatsoever and to acquire permits for plying lorries, buses, cars, rails own aircrafts, and/or hired aircrafts, ships, vessels etc. on any route in India or in any part of the world.
6. To acquire permits for plying ship, ferries, rails, lorries/trucks, buses, cars, boats and steamers and other services and to operate ships, rails, buses, lorries/trucks or other vehicles as the case may be on any routes in India and/or outside India.
7. To carry on the business of real estate, builders, developers, contractors, engineers, town planners, surveyors, valuers, appraisers, dealers, managers, caretakers, owners, licensees, decorators, furnishers, individually or otherwise as to layout, develop, give on rent, hire, construct, build, erect, demolish, re-erect, alter, repair, re-model, execute, acquire, take on lease, work, own, purchase, sale, maintain, improve, administer, manage or do any other work in connection with any building, building schemes, multistoried-apartments, Housing, estates, complexes, township, rooms, commercial complexes, or any other accommodations, roads, highways, irrigation projects, dams, canals, bridges, ports, sewers, reclamations, hotels, clubs, tanks, places of worship, amusements, parks, gardens, sanitary, water, gas, electric, light, telephone, telegraphic, power supply, work establishments, factories for making prefabricated houses or apartments or any other structural or Architectural works of any kind whatsoever and for such purpose to prepare estimates, designs, plans, specifications or models and do such other or any other act that may be requisite therefore.
8. To carry on and undertake the business of financial services including factoring, providing finance, arrangement of finance/loan both short term and long term, investment in securities of all kinds, trading, hire-purchase, leasing and to finance leasing operations of all kinds, of all kinds of purchasing, selling, hiring or letting on hire of all kinds of plant and machinery and equipments that the Company may think fit and to assist in financing of all and every kind of description of hire purchase or deferred payment or similar transactions and to subsidise, finance or assist in subsidising the sale and maintenance of any goods, articles or commodities of all and every kind of description upon any terms whatsoever and to purchase or otherwise deal in all forms of immovable and movable properties including lands and buildings, Plant and Machinery, Air-conditioners, Hotel equipments, Automobiles, components and all consumer commercial and industrial items and to lease otherwise or deal with them in any manner whatsoever including resale thereof regardless of whether the property purchased or leased be new and/or used.

9. To carry on the business of manufacture, trade, Export, Import, sale or purchase or otherwise deal in textiles, cotton, silk man-made fabrics, fibers, yarn-threads, garments, made up hosiery, engineering goods, electronics, computer software, telecommunications, chemicals, plastics, hides, export & import of garments, skins, leather, aquaculture, fishery agriculture, all agriculture products and commodities, agro-based products, animal husbandry, floriculture, horticulture, pisci-culture, tissue culture, poultry, vanaspati, edible oils, dairy products, fertilizers, rubber, automobiles, furniture, minerals, granite, and marble, coal, steel, building materials, all such other natural processed synthetic and artificial products of whatsoever description, variety, type and generally to act as exporters and general merchants.
10. To design, engineer, develop, procure, deal in market and manufacture the entire range of ferrous and non ferrous castings of all kinds relating to civil, mechanical, chemical, electrical, structural engineering and machine tools accessories, implements of all types chilled and malleable castings, ferrous and non-ferrous metals, special alloy castings and castings of all types of metals like steel, bronze, copper, gunmetal, brass, aluminum, chromium and its alloys and ingots. To carry on the business of foundries of ferrous and non-ferrous metal sheet, metal works, mechanical, structural, electrical and metallurgical engineers, to carry-on the work of cast iron foundry for the manufacture of all types of pipes and pipe fittings, water reservoirs, drainage requisites including manhole frames and coolers, ratings and ladders etc. To carry on the work of mechanical and electrical engineers and to run workshops to undertake and execute all types of mechanical and structural, jobs, manufacture, fabrication and erection of buildings and articles and to do various types of sheet metal work including manufacture and construction of storage tanks, buckets, drums, various types of containers, steel and alloy furniture such as almirahs, cots and other fixtures. To carry on the business of dealing manufacturing steel ingots, billets and special sections, frames, rods made of steel and other items for the construction works.
11. To carry on the business of Hotel, Restaurant, café, tavern, Beer House, refreshment room and lodging house keepers, licensed victuallery, wine, beer and spirit merchants, brewers, Malt-stars, Distillers, importers and manufacturers of aerated, mineral and artificial waters and other drinks, purveyors and caterers for public amusements generally. To carry on business as proprietors of restaurants, refreshments and tea rooms, cafes and milk, and snack bars and as caterers and contractors in all its respective branches, bakers, confectioners, tobacconists, fishmongers, milk sellers, butter sellers, ice merchants and ice-cream manufacturers to manufacture and to establish and provide all kinds of convenience and attractions for customers, and others and in particular reading, writing and smoke rooms, lockers and safe deposits, telephones and telegraph clubs, stores and shops.
12. To provide service of collection of cash, cheques, demand drafts or every acceptable payment instruments from the consignees on behalf of the consignors or otherwise, payment instrument may be in favor of the company or the consignor or third party and to collect cheques and any other monetary or payment instrument from the bankers and their presentations to the correspondent banks or any other type of financial institutions.
13. To manufacture, build, construct, develop, buy, sell, import, export, assemble, equip, distribute, exchange, barter, let on hire, buy or sell on hire-purchase or installment system or otherwise deal in lorries trucks, buses, motor cars, motor cycles and other motor vehicles of

all kinds and descriptions and generally to carry on the business as manufacturers, repairers, assemblers, mechanical engineers, carriage builders of motors, omnibuses, taxi-cabs, lorries, motorcars and all other kinds of vehicles and vessels for the transport of persons and goods, whether propelled or moved by petrol, electricity, steam, oil, vapour or other motives or mechanical power.

14. To carry on the business of garage keepers, workshop owners, suppliers, manufacturers, importers and dealers in petrol, electricity or other motives or mechanical power, all types of motor parts, tyres, accessories, greases, lubricants, oils, coal, coke, firewood and all other kinds of fuel.
15. To acquire, buy, construct, sell, lease for purposes of investment or resale or otherwise, and to traffic and speculate in land and buildings or other properties of any kind, tenure and any interest therein, and to acquire, sell, speculate and deal in free holds and leaseholds, real estate, and to make advances upon the hypothecation, mortgage or security of land or buildings, or other property of any description or any interest therein, and generally to deal in traffic and speculate by way of sale, lease, exchange or otherwise with land and building property and any other property of any description whether real or personal; movable or immovable; to construct, sell, let out, furnish and carry on all or any of the functions of proprietors of flats, maisonettes, flats and dwelling-houses, shops, offices, hotels and clubs and for these purposes to purchase, take on lease or otherwise acquire and hold any land and prepare building sites, and to construct, reconstruct, repair, pull down, alter, improve, decorate, furnish and maintain flats, maisonettes, dwelling houses, shops, offices, hotels, clubs, buildings, works, and sanitary conveniences of all kinds to layout roads, drainage pipes, water pipes and electric installations and to set apart land for pleasure, gardens and recreations grounds, or otherwise improve the land or any part thereof.
16. To carry on the business of Life Insurance and all type of General Insurance including aviation, marine and full insurance and including risk and investment and advisory services, insurance broking, reinsurance, management of life funds and insurance funds and sale and provision of insurance, linked investment products, superannuation products in India and abroad on its own behalf or as agent for others directly or by promoting a Company singly or jointly with other Indian co-promoters and/or foreign co-promoters or as joint venture partners with or without their participation in the equity capital such Company or venture.
17. To provide consultancy, design, development, implementation, training and services for computer software, hardware, facility management for all IT solutions including Data warehousing, enterprise-wide networking, web, E-Commerce & Telecommunication related technology based solutions and services for both national and international customers and also to import, export all kinds of hardware, software & services for the above purpose.
18. To generate electrical power by conventional, non-conventional, thermal, solar, hydel, geo-hydel, wind and/or tidal waves with or without any Indian / foreign co-promoters or as joint venture partner and to carry on business of a general electrical power supply Company authorized to generate, accumulate, distribution and supply electricity in any part of India/world in accordance with the license obtained from the Government / appropriate authority, wherever applicable.

**B. MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III(A):**

1. To invest in and acquire and hold shares, stocks, debentures, debenture stocks, bonds, obligations and securities issued or guaranteed by any Company constituted or carrying on business in India or elsewhere and debenture stocks, bonds, obligations and securities issued or guaranteed by any Government, State dominion, sovereign, ruler commissioner, public body or authority, supreme, municipal local or otherwise, whether in India or elsewhere.
- 1(A) To invest any moneys of the Company in such investments (including Company's own shares or stocks) as may be thought proper and hold, sell or otherwise deal with such investments in accordance with provisions of law.
2. To acquire any such shares, stocks, debentures, debenture stocks, bonds, obligations or securities, by original subscription, tender, purchase, gift, exchange, or otherwise, and to subscribe for the same, either conditionally or otherwise, and to guarantee the subscription thereof and exercise and enforce all rights and powers conferred by or incidental to the ownership thereof.
3. To advance, deposit or lend money, securities and properties to or with any Company, body corporate, firm, person or association to commence or expand any industrial or commercial activity or for any other business purposes, with or without security and on such terms as may be determined from time to time and to discount, buy sell or deal in bills, notes, warrants, coupons and other negotiable or transferable securities or documents and to guarantee the performance of any contract by any such person, however, the Company shall not carry on the business of banking as defined under the Banking Regulation Act, 1949.
4. To take, purchase or acquire by gift, exchange or otherwise and to hold, issue, re-issue, sell or deal in any shares (whether fully or partly paid) stocks, debenture stocks or other securities of all kinds.
5. To borrow or raise money in such manner as the Company, shall think fit and in particular by issue of debentures (perpetual or otherwise or convertible or non-convertible) and to secure the repayment of any money borrowed, by mortgage, charge or own lien upon all or any of the Company's property (both present and future), including its uncalled capital and also by a similar mortgage, charge or lien to secure and guarantee the performance by the Company or any other person or Company as the case may be subject to the directives of the Reserve Bank of India.
6. To advance, subject to the provisions of the Banking Regulation Act, 1949 deposit or lend money, securities and properties to or with any Company, body corporate, firm, person or association with or without security and on such terms as may be determined from time to time.
7. To acquire or amalgamate with any other Company whose objects include objects similar to those of this Company, whether by sale or purchase (for fully or partly paid up shares or otherwise) of the undertaking, subject to liabilities of this or any such other Company as aforesaid, with or without winding up or by partnership or in any other manner.
8. To enter into partnership or into any arrangements for sharing profits, union of interests, cooperation, joint venture, reciprocal concessions with any person, firm, or Company carrying on or engaged in or about to carry on or engaged in any business or transaction which this

Company is authorized to carry on or engage in 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 of or otherwise acquire and hold shares or securities of any such person, firm or Company and or sell re-issue with or without guarantee or otherwise deal with the same.

9. To carry out all public works and enter into all types of private contracts in connection with the main objects.
10. To enter into any agreements with any Government or authorities (municipal, local or otherwise) or any corporations, companies, or persons which may seem conducive to the Company's objects or any of them and to obtain from any such Government authority, corporation, Company or person any contracts, rights, privileges and concessions which the Company may think desirable and to carry out, exercise and comply with such contracts, rights privileges and concessions.
11. To be interested in, promote, and undertake the formation and establishment of such institutions, business companies as may be considered to be conducive to the profit and interest of the Company and to carry on business which may see to the Company capable of being conveniently carried on in connection with any of these objects or otherwise calculated directly or indirectly to benefit the Company.
12. To obtain under any act of Central or State legislature, provisional order, license or autonomous body or authority of enabling the Company to carry out any of its objects into effect or for effecting any modification of the Company's constitutions, or for other purpose which may seem expedient and to oppose any proceedings or application which may seem calculated directly or indirectly to prejudice the Company's interest.
13. To pay all the costs, charges and expenses of and incidental to the promotion, and formation, registration and establishment of the Company and the issue of its capital including costs, charges, expenses of negotiations and contracts and arrangements made prior to and in anticipation of the formation and incorporation of the Company.
14. To remunerate (by cash or otherwise or in kind or by allotment of fully or partly paid share or shares credited as fully or partly paid up or in any other manner) any persons, firms, associations, or companies for services rendered or to be rendered or in rendering technical advice, granting licenses or permission for the use of patents, trade secrets, trade marks, processes and acting as trustees for debenture holders or debenture stock holders of the Company or for subscribing or agreeing to subscribe 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 about the conduct of the business of this Company for guaranteeing payment of such debenture stock or other securities and any interest thereon.
15. To procure the incorporation, registration or other recognition of the Company in any country, 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 or in foreign country under any act of parliament laws, decrees, concessions, orders, rights or privileges that may seem conducive to the Company's objects or any of them and to oppose any proceedings or application which may seem calculated directly to prejudice the Company's interest.
16. To open and keep registers in any State in India or abroad wherever it may be deemed necessary and expedient so to do and to allocate any number of shares in the Company to such register.

17. To undertake and execute any trusts, the undertaking whereof may seem desirable, either gratuitously or otherwise.
18. To draw, make, issue, accept and to endorse, discount and negotiate promissory notes, cheques, hundies, bills of lading, delivery orders, warrants, warehouse keepers, certificates and other negotiable or commercial or mercantile instruments connected with the business of the Company subject to the Banking Regulation Act, 1949.
19. To open account or accounts with any individual firm or with any bank or banks and to pay into and to withdraw moneys from such account or accounts.
20. To invest, apply for and acquire or otherwise employ moneys belonging to, entrusted to or at the disposal of the Company in securities and shares or without security, upon such terms as may be thought proper and from time to time to vary such transactions in such manner as the Company may think fit.
21. To lend or deposit moneys belonging to or entrusted to or at the disposal of the Company to such persons or companies and in particular to customers and others having dealings with the Company with or without security upon such terms as may be thought proper and to guarantee the performance of contracts by such person or Company, but not to do the business of banking as defined in the Banking Regulation Act, 1949.
22. To incur debts and obligations for the conduct of any business of the Company and to purchase or hire goods, materials or machinery on credit or otherwise for any business or purpose of this Company.
23. To make advances upon or for the purchase of materials, goods, machinery, stores and other articles required for the purpose of the Company.
24. To receive money, securities, valuables of all kinds on deposit or safe custody (not amounting to the business of banking as defined under the Banking Regulation Act, 1949) and to borrow or raise money, or to receive money on deposit at interest, or otherwise in such manner as the Company may think fit, for the purposes of financing business of the Company and in particular by the issue or sale of any bonds, mortgages, debenture or debenture-stock perpetual or otherwise, including debentures convertible into shares of this or any other Company, or perpetual annuities, and in securities of any such money so borrowed, raised, or received, to mortgage, or charge the whole or any part of the property, assets or revenue of the Company present or future, including its uncalled capital assignment or otherwise, and to transfer on sale and other powers as may seem expedient and to purchase, redeem, or pay off any such securities.
25. To sell, mortgage, assign or lease and in any other manner deal with or dispose off the undertaking or property of the Company or any part thereof whether movable or immovable for such consideration as the Company may think fit in particular for shares, debentures and other securities of any other Company having objects altogether or in part similar to those of this Company.
26. To improve, manage, work, develop, alter, exchange, lease, mortgage, turn to account, abandon or otherwise deal with all or any part of the property rights and concessions of the Company.
27. To distribute the property of the Company amongst the members in cash or kind upon the winding up of the Company subject to the provisions of the Act.

28. To create any depreciation fund, reserve fund, insurance fund, or any other special fund, whether for depreciation, or for replacing, improving, extending or maintaining any of the properties of the Company.
29. To guarantee the payment secured by or payable under or in respect of bonds, debentures, debenture stock, contracts, mortgages, charges, obligations and other securities of any Company or of any authority Central, state, municipal, local, or otherwise or of any person howsoever whether incorporated or not incorporated and generally to transact all kinds of trust and agency business.
30. To purchase or otherwise acquire and to sell, exchange, surrender, lease, mortgage, charge, convert, hold, turn to account, dispose off and deal in real and personal property and rights of all kinds, and in particular lands, buildings, business concerns and undertakings debenture stocks, mortgages, debenture, produce concessions, options, contracts, patents, payment, licenses, stocks, shares, securities, bonds, policies, book debt and claims, privileges and choose in action of all kinds, including any interest in real or personal property and any claim against such property or against any person or Company, and to carry-on business, concern or undertaking so acquired.
31. To acquire from time to time and to manufacture and deal in all such stock-in-trade, plant and machinery, goods, chattels, and effects as may be necessary or convenient for any business for the time being carried-on by the Company.
32. To subscribe to become a member of such bodies and co-operate with other association, whether incorporated or not, whose objects are altogether or in part similar to those of the Company, and to procure from and to communicate to any such association, such information as may be likely to forward the objects of the Company.
33. To build, construct, alter, enlarge, put down, replace, maintain, improve, develop, work control and/or manage any building, office, factories, mills, ships, machinery, engines, water works, gas works, bridges, water reservoirs, roads, tramways, railways, branches or tors, places of worship, places of amusement, pleasure grounds, park, gardens, reading rooms, stores, shops, dairies and other works and conveniences which the Company may think directly or indirectly conducive to its objects or which may advance the interests of the Company and to contribute or otherwise assist or take part in construction, maintenance, development, working control and management thereof and to join with any other person or Company in doing any of these things.
34. To improve, manage, develop, grant, rights or privileges in respect of or otherwise deal with all or any part of the property and rights of the Company.
35. To vest any real or personal property rights or interest acquired by or belonging to Company in any person or Company on behalf of or for the benefit of the Company, and with or without any declared trust in favour of the Company.
36. To apply for purchase or otherwise acquire, protect and renew in any part of the world patents, licenses, concessions, patent rights, trade marks, designs and the like, conferring any exclusive or limited rights to their use, any secret or other information regarding any invention or research 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, develop or grant license in respect there of otherwise turn to account the rights or information so acquired and to spend money in experimenting upon testing or improving any patents, rights or inventions.

37. To acquire and undertake the whole or any part of the business, property or liabilities of any person, firm or body corporate, carrying on or proposing to carry on any business which the Company is authorized to carry on, or having property suitable for the purpose of, the Company which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company.
38. To enter into any arrangements with government or any authority, supreme, municipal, local or otherwise that may seem beneficial to any of the Company's objects and to apply for, promote and obtain any act of parliament, privileges, concessions license, or authorization of the government or any other authority, local or otherwise for enabling the Company to carry on any of its objects into effect or for extending any of the powers of the Company and to carry-out, exercise and imply with any such act, privilege, concession, license or authorization.
39. To pay for any rights or property acquired by the Company, and to remunerate any person, or public bodies whether by cash payment or by allotment of shares, debentures or other securities of the Company credited as paid up in full or part or otherwise.
40. To establish and equip laboratories and carry on analytical, experimental and other work or undertaking and research in relation to the general objects of the Company.
41. To take into consideration and to approve and confirm and to carry out all acts, deeds or things that may be done or entered into with any person, firm or body corporate by the promoters of the Company and further to enter into any arrangement, agreement or contract with the promoters of the Company and to reimburse for all costs and expenses that may be incurred by them or in connection with the formation or promotion of the Company.
42. To establish and maintain or procure the establishment and maintenance of any provident fund or any contributory or non-contributory, pension or superannuation fund and to give or procure the giving of donations, gratuity, pensions, allowances, emoluments, bonuses, profit sharing bonuses, benefits or any other payment to any persons, who are or were at any time employees of a Company which is a subsidiary of the Company or is allied to or associated with the Company or with any such other Company as aforesaid and the wives, widows, families, dependents or connections of any such persons from time to time by subscribing, subsidizing or contributing to any institution, association, funds, clubs, trusts, of it sharing or other schemes and by building or contributing towards places or institutions recreation, hospitals and dispensaries medical and other attendance, and to make payments to or towards the insurance of any such person as aforesaid and to do any of matters aforesaid either alone or in conjunction with any such other Company as aforesaid.
43. To subscribe to or be associated with any association, body or movement having for its objects the solution, settlement or summoning of industrial or labour problems or the industry or trade.
44. To subscribe or donate to or guarantee money for any national, philanthropic, charitable, benevolent, public, general or usual object fund or organization, association or institution or for any exhibition or for any purpose which may be directly or indirectly to further the objects of the Company or the interest of its members or employees.
45. To make donations and charities to such persons and in such cases and either of cash or other assets as the Company may think directly or indirectly conducive to any of its objects or otherwise expedient.

46. To undertake and execute any trusts either gratuitously or otherwise.
47. Subject to the provisions of the Gift Tax Act, 1958 and statutory amendments thereof, the Company has power to make and receive gifts either in cash or other movable or immovable properties.
48. To take up and transact every kind of guarantee business, and every kind of indemnity business including therein the granting of policies, guarantee, fidelity of individuals, fillings or about to fill situations of trust of confidence and such other description of ordinary guarantee business as the Company may from time to time think fit to conduct for its business.
49. To do all or any of the above things and all things as are incidental or may though conducive to the attainment of the above objects or any of them in any part of the world, and as principle, agents, contractors, trustees or otherwise and by/through trustees, attorneys, agents or otherwise and either along or in conjunction with others and to establish offices, agencies, branches for carrying any of the aforesaid objects in India or elsewhere in the world and to undertake the management of the Company or companies having objects altogether or in part similar to those of the Company.
50. To carry on the business of manufacturing and compressing carbonic acid, gas, oxygen, acetylene, carbon dioxide, sulphuric acid and all other types of gases and acids, ice, machinery and parts thereof and the business and sellers and dealers in all machinery, chemicals and other materials incidental to the manufacture of carbonic acid, gas, oxygen, acetylene, ice, aerating, machinery and parts thereof and to transact all preparing processes and mercantile business that may be necessary or expedient and to purchase and vend the raw materials and manufactured articles including gas cylinders and parts thereof.
51. To manufacture, buy, sell, let on hire and deal in empty cylinders, stoves, engines and other apparatus and conveniences that may seem calculated directly to promote the consumption of gas.
52. To manufacture, brew, distill, process, dehydrate, can pack, buy, sell and deal in confectionery, dry and preserved fruits, vegetables, packing materials, bread, biscuits, baking materials, beer, wines, alcohol and molasses, vanaspati ghee, vegetable oils, processed food products, ice cream, candy milk and products, sweets and all other vegetables and by products including fish, prawns and other edible produce of the water.
53. To carry on the business of manufacturers, dealers, importers, exporters, buyers, sellers, merchants, contractors, brokers, commission agents and moulders of all kind of plastic, pvc, polypropylene, polystyrene, plasticizers, polythene and polymers, articles, goods and products of all kinds in the manufacture of which above are used including shoes, pipes and tubes, fittings of all types, conduits and stabilizers.
54. To carry on the business of manufacturers of all kinds of plastic machinery, equipment, utensils and any other articles for any purpose whatsoever and to manufacture, sell, supply and deal in such plastic machinery, apparatus, equipment and utensils of all kinds.
55. To search for, get work, raise, crush, produce, refine, dress, machinery manufacture, treat, purchase, sell, amalgamate, manipulate, export, import or otherwise deal in coal, coke hard, coke, cinders, coal tar, pitch, ammonia, crab liquor, iron stone, brick earth, brick and other metals, minerals and substance and to manufacture and sell patent fuel and other products.

56. To carry on the business of manufacturers of and dealers in iron, steel, aluminium, brass, copper and copper alloy, bi-metal, lead, silver and all other ferrous and non-ferrous metal seamless or otherwise tubes, sheets, rods squares, strips, plates, condensers, seals wires, ingots, and other manufacturers, by-products and parts in all other respective branches.
57. To carry on the business of manufacturers, processors, fabricators, drawers, rollers and re-rollers of ferrous and non-ferrous metals, steels, bi-metal products, copper and copper alloys, alloys steels, special and stainless steel, bars, squares, iron scrap, sponge iron, reproduced pillars, billets including manufacturing processing and fabricating of pipes, utensils, wires, wire ropes, wire products, screws expanded metal hinges, plates, knobs, angles and to manufacture any other engineering products, including hospitals appliances and surgical instruments and to act as exporters and importers and dealers in all such and allied merchandise.
58. To carry on the business of waterproof and manufacturers of India rubber, leather, imitation leather, cloth, plastic, linoleum, hospital sheeting and surgical bandages.
59. To engage in the business of engineering, contracting and construction, including and design manufacture, construction, erection, alteration, repair and installation of plants, building, structures, ways, work systems and mechanical, electrical and electronic machinery, equipment, apparatus and devices covered by object clause.
60. To carry on business as proprietors and publishers of newspapers, journals, magazines, book and other literary works and undertakings in all languages whether on payment of royalty or not.
61. To carry on the business of a water works Company in all its branches and to sink wells and to make, build and construct, lay down and maintain dams, reservoirs, water-works systems, and other pipes and appliances and to execute and do all other acts and things necessary or convenient for obtaining, storing, delivering, measuring, distributing and dealing in water.
62. To acquire, take over, promote, establish and carry on all or any of the business of seed sheers and manufacturers of and dealers in groundnut, gingerly, castor, cotton, mowra linseed, rape and mustard cakes, all extractors by crushing chemicals or any other process, cake and all manufacturers oil refiners, scrap bolders, manufacturers of artificial manures and fertilizers of every description, meal manufacturers grain and seed merchants, oil merchants, flax, cotton, groundnut, gingerly, marrow and castor merchants.
63. To purchase, manufacture, produce, refine, import, export, sell and generally deal in sugar, sugar beets, sugarcane, molasses, jaggery made and all products or by-products thereof and food products generally and in connection therewith to acquire construct and operate sugar or other refineries, buildings, mills, factories and other works.
64. To carry on the business of manufacturers and dealers of paper of all kinds and articles made of paper or pulp (mechanical or wood) and materials used in the manufacture or treatment of paper including cardboard boxes, straw boards, mill boards, leather boards, paste boards, pulp boards etc.

65. To carry on the business of manufacturers or dealers in electric, magnetic, and galvanic and other apparatus, manufacturers of all kinds of electrical goods such as transformers, refrigerators, motors, fans, measuring instruments, insulations domestic and industrial component and power plants.
66. To establish, own, erect, acquire, work and manage venner mill, plywood factories and similar mills and factories and to produce, manufacture and prepare for market, store, stock, buy, sell, export, import, distribute, deal in and carry on business in veneers, cancer products, veneer for tea-chests, packing cases and commercial boards, decorative veneers for furniture and cabinet making and other purpose, tea-chests commercial plywood for cabinet making coach building, ship building, aeroplanes, partitions, paneling doors, window and other construction purposes, decorative caneer boards, laming boards, block boards, compressed boards, pressed boards, hard boards, chip boards, bentwood, moulded wood, and any other articles of like nature.
67. To carry on business of timber merchants, saw mill proprietors, and timber growers, and to sell, grow, prepare for market, manipulate, import, export, and deal in timber and wood of all kinds, and to manufacture and deal in articles of all kinds in the main manufacture of which timber or wood is used, and to carry on business as general merchants, and to buy, clear, plant and work timber estates.
68. To carry on the business of spinners, weavers and manufacturers of all cotton wools, silk, flax, hemp, rayon, nylon and other fibrous materials and man-made fibres and to transact all manufacturing, cutting, preparing, dyeing, colouring, bleaching, processes and purchase and vend the raw materials and manufactured articles.
69. To carry on all or any of the following business; namely, cotton, spinners and doublers, linen manufacturers, wool merchants, wool combers, worked spinners, woollen spinners, yarn merchants, rayon worsted stuff manufacturers, bleachers and dyers and makers, of vitriol, bleaching and dyeing materials, and to purchase, comb, prepare spin, dye and deal in wool cotton, soil and other fibrous substance and to weave or otherwise manufacture, buy and sell and deal in linen cloth and other goods and fabrics whether textures knitted or looped and to supply power.
70. To conduct, carry on and manage the business of trades of whisky, gin, rum, brandy and general distillers, compounders, and rectifiers, merchants, exporters, importers, brokers, bottlers, sales agents and general traders in relation to the marketing and distribution at home and abroad of spirits, wines, liquors and all other productions derived from the cultivation of the grape, and generally to undertake, perform and carry out all or any of the operations ordinary undertaken by distillery properties, wine growers, contractors and shippers, or by persons or companies engaged in such business.
71. To produce, manufacture, refine, prepare, import, export, purchase, sell and generally to deal in all kinds of Portland cement (Portland pozolona Cement, Portland slag cement, Portland rapid hardening cement, time pozolona cement etc.) cement products of any description (pipes, poles, asbestos sheets, blocks, ties, garden wares etc.) lime, limestone, gypsum, kankar and/or by-products thereof; and in connection there with to take on lease or acquire, erect, construct, establish operate and maintain cement factories, quarries, workshops and other works and to carry on in India or elsewhere the trades and business of the survey, prospecting and providing of cement grade lime stone deposits, asbestos and manufacturers of cement and building materials of all kinds, miners and engineer in all their respective branches.

31. To carry on the business of the agriculturists, planters, cultivators, farmers and to plant, cultivate and purchase all kinds of food grains and food stuffs, oil seeds, vegetables, fruits, grass, timber, bamboo, straw, cotton, jute, rubber, sugarcane, tea flowers, coffee, coconut, cashew nuts, tobacco and other articles that are the produce of land or solid, and to sell, purchase and deal in the same as principals or agents and to carry on business as dealers in and producers of dairy farms and garden produce of all kind; and in particular milk, cream, butter, ghee, cheese, poultry and eggs fruit and vegetables.
  32. To carry on the business of advertising agents, to acquire and dispose of advertising time, space or opportunities in any media to undertake advertising and promotional campaigns of every nature and to carry on business of printers, publishers, decorators, in connection with the general advertising business and to do any other act or carry out any other contract for the promotion, continuance and advancement of the said business.
  33. To carry on business as buyers, sellers, importers, exporters, manufacturers, producers, dealers, buying, selling and commission agents and otherwise in all kinds of goods, merchandise, commodities and articles of consumption of all kinds and of securing orders and establishing business contracts for and on behalf of other transporters or others for the loading, unloading and transportation of goods, commodities and machineries etc., of all kinds by road, rail, water and whatsoever routes in and outside India.
  34. To acquire, undertake and to work the whole or any part of business, property, assets and liabilities of any person, firm or Company carrying on or in case of a Company formed to carry on any business which this Company is authorized to carry on or possessed of property suitable for the purpose of this Company.
  35. To sell or dispose off the undertaking of this Company or any part thereof for such consideration as the Company may think fit and in particular for shares, fully or partly other Company having objects altogether or in part similar to those of this Company and to distribute any such shares, debentures or securities amongst the Members of this Company and either by way of dividends or upon any return of capital.
  36. To guarantee the performance of contracts and to undertake financial and commercial obligations, transactions and operations of all kinds.
- I. 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.
  - II. \*The Authorized Share Capital of the Company is Rs. 41,00,00,000/- (Rupees Forty one Crores only) divided into 18,00,00,000 (Eighteen Crore) Equity Shares of Rs. 2/- (Rupees Two Only) each and 5,00,000 (Five Lacs) Preference Shares of Rs. 100/- (Rupees One Hundred only) each with such rights, privileges and conditions attached thereto as may be determined by the general meeting at the time of issue. The Company has and shall always have the power to divide share Capital from time to time and to vary, modify and abrogate any rights, privileges or conditions attached to the share in such manner as may for the time being provided in the regulations of the Company.

*\*Pursuant to the approval of the Scheme of Amalgamation between TCI Ventures Limited (Transferor Company 1), Stratsol Logistics Private Limited (Transferor Company 2) and Transport Corporation of India Limited (Transferee Company) and their respective Shareholders and Creditors ("Scheme") under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 by the Hon'ble National Company Law Tribunal, Hyderabad Bench, the existing authorized share capital of the Transferor Company-1 and Transferor Company-2, shall stand transferred to the transferee Company in accordance with the scheme and the authorized share capital of the Transferee Company shall automatically stand enhanced without any further act, instrument, or deed on the part of the Transferee Company, by an amount of authorized share capital of the Transferor Company-1 and Transferor Company-2.*

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

Sr. No.	Names, Addresses, Description and Occupations of the Subscribers	No. of equity shares taken by each Subscriber	Signature of the Subscriber	Name, Address, Occupation, description and Signature of the Witness
1.	O. SWAMINATHA REDDY S/o. Souri Reddy 8-2-540/3, Banjara HillsHyderabad- 500034 CONSULTANT	100 (Hundred)	Sd/-	<p>Signed before me in person Sd/- KOMANDLOOR MOHANACHARYA S/o Rangacharya KOMANDLOOR &amp; Co. Chartered Accountants MurthyNilayam,8-1 36, Market Street, Secunderabad - 500003, A.P. Chartered Accountants</p>
2.	S.N. AGARWAL S/o P.D. Agarwal11/3, Nandi Durg Road Bangalore- 560046 BUSINESS	100 (Hundred)	Sd/-	
3.	D.P. AGARWAL S/o P.D. Agarwal 19, Olof Palme Marg, VasantVihar, New Delhi- 110057 BUSINESS	100 (Hundred)	Sd/-	
4.	M.K. AGARWAL C/o T.C.I. Ltd.  1-7-293, M.G. Road Secunderabad- 500003 BUSINESS	100 (Hundred)	Sd/-	
5.	S.K. BOSE C/o T.C.I. Finance Ltd. 1-2-235, Park Lane Sarojini Devi Road, Secunderabad- 500003 BUSINESS	100 (Hundred)	Sd/-	
6.	O.P. JAINS/o MishriLal Jain C/o T.C.I. Ltd., 1-7-293M.G. Road, Secunderabad- 500003 BUSINESS	100 (Hundred)	Sd/-	
7.	DR. N. SRI RAM C/o Boruka Farms Village Solipur, TQ, Shadnagar District Mahabubnagar BUSINESS	100 (Hundred)	Sd/-	
	Total No. of Shares subscribed	700 Seven Hundred		

Place : SECUNDERABAD

Date : 9/12/1994