



20th May 2025

To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Scrip Code: 533167

Dear Sir/Madam,

Sub: Intimation on the Outcome of the Board Meeting held on 20th May 2025.

We refer to our letter dated May 14, 2025, intimating you of the convening of the meeting of the Board of Directors of our Company. In this regard, we wish to inform you that at the meeting held today i.e., May 20, 2025, the Board of Directors of the company have approved the following:

Pursuant to Regulation 33 read with Regulation 30, Schedule III, Part A (4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and recommendation of the audit committee, this is to inform you that, the Board of directors of Coromandel Engineering Company Limited ("Company") at their meeting held today i.e. 20th May 2025 has approved the following:

1. Audited financial results for the quarter and year ended 31st March 2025:

Audited financial results of the Company for the quarter and year ended March 31, 2025. A copy of the audited financial results, along with the Independent Auditor's Report of CNGSN & Associates LLP for the said period and the Declaration pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is annexed herewith as part of this outcome.

2. Appointment of Internal Auditors for the Financial Year 2025-26:

The Board of Directors in the meeting today, appointed M/s. B. Thiagarajan & Co., Chartered Accountants as Internal auditor of the Company for the financial year 2025-26 based on the recommendation of the Audit Committee.

3. Sub-division / Split of unissued preference shares and reclassification of the Authorised share capital of the company

- Sub-division/split of 32,00,000 unissued preference share of the Company from having face value of Rs. 100/- each, to face value of Rs. 10/- each, subject to approval of shareholders of the Company.
- Reclassification of authorised Share Capital of the Company from the existing Authorised Share Capital of Rs. 72,00,00,000 (Rupees Seventy-Two crore) divided into 4,00,00,000 Equity Shares of Rs.10/- (Rupees Ten Only) each and 3,20,00,000 preference shares of Rs.10/- (Rupees Ten Only) each to Rs. 72,00,00,000 (Rupees Seventy-Two crore) divided into 5,20,00,000 Equity shares of Rs. 10/- (Rupees Ten Only) and 2,00,00,000 preference shares of Rs.10/- (Rupees Ten Only) each, subject to approval of the shareholders of the company.

4. Adoption of new set of Memorandum of Association as per Companies Act 2013 and approval for alteration in the main objects of the Company

- Adoption of a new set of the Memorandum of Association ("MOA") of the Company in alignment with the provisions of the Companies Act, 2013. The amended Main objects predominantly retains the objects pertaining to the construction and Engineering activities and shall include comprehensive complementary



and supplementary activities to constructions and engineering. The alterations have been disclosed elaborately in Annexure III.

We wish to bring to your kind note that the Company shall continue to engage primarily in construction-related activities, which remain its core business. However, to accommodate future growth and diversification, the Company proposes to include additional business objects, as detailed in Annexure III, to provide greater flexibility for expansion and strategic opportunities.

- Approved the notice of Postal Ballot to members, in connection with the aforementioned items requiring approval of shareholders and in respect to material related party transactions to be entered into by the company for the financial year 2025-26.

Details required as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule III thereof and SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023 and master circular dated SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as **Annexure II**.

The meeting commenced at 12.40 PM and concluded at 06.40 PM

We would request you take the above intimation on records.

Thanking you,

For COROMANDEL ENGINEERING COMPANY LIMITED

G V MANIMARAN
CHAIRMAN & MANAGING DIRECTOR
DIN: 09707546



COROMANDEL ENGINEERING COMPANY LIMITED

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Annexure I

Statement of Standalone Unaudited Financial Results for the year ended March 2025

(Rs. in lakhs except EPS)

S No	Particulars	Quarter ended			Year ended	
		31st March 2025	31st December 2024	31st March 2024	31st March 2025	31st March 2024
		Refer Notes	Unaudited	Refer Notes	Audited	Audited
1	Revenue from operations	706.34	668.35	2,405.78	3,128.89	9,663.81
	Other Income	0.08	0.51	0.94	1.88	3.97
	Total Revenue (I + II)	706.42	668.86	2,406.72	3,130.77	9,667.78
2	Expenses					
	(a) Cost of materials consumed	49.67	139.68	757.24	748.44	4,026.04
	(b) Changes in Inventories of finished goods and work-in-	-	-	-	-	-
	(c) Purchases of traded goods	-	-	-	-	-
	(c) Sub Contract and labour payments	(26.88)	61.08	1,052.31	756.75	3,566.29
	(d) Employee benefits expense	164.20	171.78	244.39	690.56	984.62
	(e) Finance costs	73.18	53.00	81.77	299.07	301.83
	(f) Depreciation and amortisation expense	33.90	24.98	40.34	108.99	161.37
	(g) Other expenses	108.62	164.10	252.27	622.92	1,010.73
	Total expenses	402.71	614.62	2,428.32	3,226.75	10,050.88
3	Profit / (Loss) before exceptional items and tax	303.71	54.24	(21.60)	(95.98)	(383.10)
4	Exceptional items		-	-	-	21.21
5	Profit before Tax after exceptional items (3+4)	303.71	54.24	(21.60)	(95.98)	(361.89)
6	Tax expense :					
	Current Tax					
	Deferred Tax	24.46	(13.00)	(5.41)	(137.46)	77.85
7	Net Profit / (Loss) after tax	279.25	67.24	(16.19)	41.49	(439.74)
8	Add: Other Comprehensive Income/(Loss)					
	a) Items that will not be reclassified to Profit or Loss					
	(i) Changes in Revaluation Surplus	315.74	-	-	315.74	-
	Tax Impact on above	(79.52)	-	-	(79.52)	-
	(ii) Remeasurements of the defined benefit liabilities / asset	-	-	-	-	-
	(iii) Equity Instruments through other comprehensive income	-	-	-	-	-
	Income tax relating to items that will not be reclassified to Profit or					
	Add: Other Comprehensive Income/(Loss)					
	Items that may be reclassified to Profit or Loss					
	Income tax relating to items that may be reclassified to Profit or					
	b) Items that will be reclassified to Profit or Loss					
	Other Comprehensive Income/(Loss) Total	236.22	-	-	236.22	-
9	Total Comprehensive Income	515.48	67.24	(16.19)	277.71	(439.74)
10	Paid-up equity share capital (face value Rs. 10/- per share)	3,323.36	3,323.36	3,323.36	3,323.36	3,323.36
11	Other equity excluding revaluation reserve as per balance sheet of					
11	Reserve excluding revaluation reserves as					
	per balance sheet of previous accounting year					
12	Earnings per share of Rs. 10/- each					
	(not annualised)					
	(a) Basic (Rs.)	0.84	0.20	(0.05)	0.12	(1.32)
	(b) Diluted (Rs.)	0.84	0.20	(0.05)	0.12	(1.32)

For and on behalf of Board of Directors



G V Manimaran
Chairman & Managing Director
DIN : 09707546

Registered and Corporate Office :

Bascon Futura, No.10/2, Old No.56L, Venkatanarayana Road, T.Nagar, Chennai - 600 017.

Tel : 044 25341513 | Email: general@cec.coromandel-group.com | www.coromandelengg.com

An ISO 9001 : 2015 & ISO 45001 : 2018 Certified Company | CIN No: L74910TN1947PLC000343



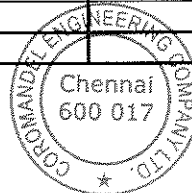
COROMANDEL ENGINEERING COMPANY LIMITED

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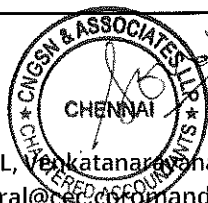
(in Rs. lakhs)

Particulars		Note No.	As at 31.03.2025	As at 31.03.2024
A	ASSETS			
1	Non-current assets			
	(a) Property, Plant and Equipment	4 a	411.70	205.44
	(b) Right of use Assets	4 b	-	-
	(c) Capital work-in-progress		-	-
	(d) Intangible assets	4 c	10.11	-
	(e) Financial Assets			
	(i) Investments		-	-
	(ii) Trade receivables		-	-
	(iii) Other Financial Assets	6	1.00	100.00
	(f) Deferred tax assets (net)	7	1,087.68	1,029.74
	(g) Other non-current assets	8	365.00	365.00
	Total Non - Current Assets		1,875.50	1,700.18
2	Current assets			
	(a) Inventories	9	1,012.53	1,257.44
	(b) Financial Assets			
	(i) Investments		-	-
	(ii) Trade receivables	10	2,412.72	1,790.63
	(iii) Cash and cash equivalents and bank balances	11	33.56	2.42
	(iv) Other Financial assets	12	197.10	186.16
	(c) Other current assets	13	2,087.96	2,702.23
	Total Current Assets		5,743.88	5,938.88
	Total Assets (1+2)		7,619.38	7,639.05
B	EQUITY AND LIABILITIES			
1	Equity			
	(a) Equity Share Capital	14	3,323.36	3,323.36
	(b) Other Equity excluding non-controlling interests ##	14 a	(2,934.41)	(2,975.90)
	(c) Other Equity- Revaluation Gain	14b	236.22	-
	Total equity attributable to owners of the Company		625.17	347.46
	Liabilities			
2	Non-current liabilities			
	(a) Financial Liabilities			
	(i) Preference Capital	15	-	-
	(ii) Borrowings	16	1,120.00	630.84
	(iii) Trade payables		-	-
	(b) Provisions	17	-	-
	(c) Deferred tax liabilities (Net)	18	87.87	74.63
	(d) Other non-current liabilities		-	-
	Total Non - Current Liabilities		1,207.87	705.47
3	Current liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	19	1,139.34	1,037.01
	(ii) Trade payables - Micro & Small Enterprise	20	566.42	581.68
	(iii) Trade payables - Others	20	2,281.22	2,799.77
	(iv) Other financial liabilities	21	1,642.11	1,566.26
	(b) Provisions		-	-
	(c) Other current liabilities	22	157.25	601.41
	Total Current Liabilities		5,786.35	6,586.13
	Total Equity and Liabilities (1+2+3)		7,619.38	7,639.06

For and on behalf of Board of Directors



[Signature]
G V Manimaran
Chairman & Managing Director



Registered and Corporate Office :

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DIN: 09/07546



COROMANDEL ENGINEERING COMPANY LIMITED

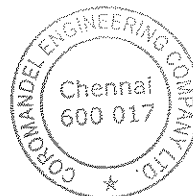
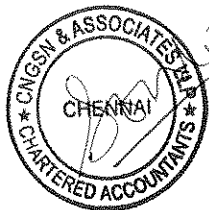
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STATEMENT OF PROFIT AND LOSS

(Rs in Lakhs)

Particulars	Note	For the year ended		For the Year ended	
		Mar 31, 2025		March 31, 2024	
I Revenue from Operations	23	3,128.89		9,663.81	
II Other Income	24	1.88		3.97	
III Total Revenue (I + II)			3,130.77		9,667.78
IV Expenses					
(a) Materials consumed	25	748.44		4,026.04	
(b) Changes in Inventories	26	-		-	
(c) Sub-contracting Expenses		756.75		3,566.29	
(d) Employee Benefit Expenses	27	690.56		984.62	
(e) Finance Cost	28	299.07		301.83	
(f) Depreciation and Amortisation Expenses	4	108.99		161.37	
(g) Other Expenses	29	622.92		1,010.73	
(h) Total Expenses			3,226.75		10,050.88
V Profit/(loss) before exceptional items (III-IV)			(95.98)		(383.10)
VI Exceptional income - waiver of Preference Dividend			-		21.21
VII Profit/(loss) after exceptional items (V-VI)			(95.98)		(361.89)
VIII Tax expense/(gain)					
(1) Current tax			-		-
(2) Deferred tax			(137.46)		77.85
IX Net Profit/(loss) after tax			41.49	69.64	(439.73)
X Add: Other Comprehensive Income/(Loss)				28.15	
Items that will not be reclassified to Profit or Loss					
(a) changes in revaluation surplus			315.74		
Tax Impact on above			(79.52)		
(b) Remeasurements of the defined benefit liabilities / asset- Revaluation of Fixed Assets			-		-
(c) Equity instruments through other comprehensive income			-		-
Income tax relating to items that will not be reclassified to Profit or Loss			-		-
Add: Other Comprehensive Income/(Loss)					
Items that may be reclassified to Profit or Loss					
Income tax relating to items that may be reclassified to Profit or Loss			-		-
Other Comprehensive Income/(Loss) Total			236.22		-
XI Total Comprehensive Income			277.71		(439.73)
XII Earnings per equity share (Rs)					
(1) Basic			0.12		(1.32)
(2) Diluted			0.12		(1.32)

[Handwritten Signature]
20/07/25



For and on behalf of Board of Directors

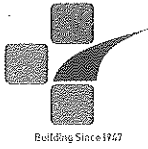
[Handwritten Signature]
GV Manimaran
Director
DIN:09707546

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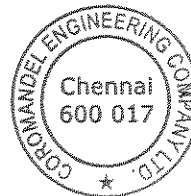
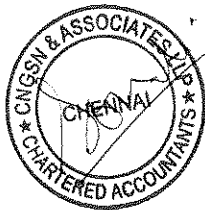
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CASH FLOW STATEMENT

(Rs. in Lakhs)

Particulars	For the Year ended	For the Year ended
	Mar 31, 2025	March 31, 2024
Cash Flow from Operating Activities		
Net Profit/ (Loss) before tax as per Statement of Profit & Loss	(95.98)	(383.10)
Adjustments for :		
Depreciation and amortisation expenses	108.99	161.37
Finance Cost	299.07	301.83
Interest Income	1.88	(3.03)
Dividend Income	-	-
Exceptional income - waiver of pref dividend	-	-
Provision for doubtful debts no longer required	-	-
(Profit) / Loss on sale/W.off of assets (Net)	(172.03)	-
Operating Profit before working capital changes	141.94	77.07
Adjustments for :		
Trade and other Receivables	(15.65)	(446.15)
Inventories	244.91	107.71
Trade and other Payables	(533.80)	1,456.91
Cash Generated from Operations	(162.60)	1,195.55
Direct Taxes Refund/(Paid)(Net)	-	(123.15)
Dividend paid	-	-
Net Cash from/(used) in Operating Activities	(162.60)	1,072.40
Cash Flow from Investing Activities		
Purchase of Property, Plant and Equipment	0.00	(19.52)
Sale of Property, Plant and Equipment	172.03	-
Sale of investment	-	-
Interest income	(1.88)	3.03
Dividend Received	-	-
Waiver of Preference dividend	-	21.22
Net Cash from Investing Activities	170.15	4.73
Cash flow from Financing Activities		
Proceeds from Preference Issue	-	-
Loans availed/(repaid) (Net)	140.05	(774.38)
Finance Charges	(116.45)	(301.83)
Net Cash from/(used in) Financing Activities	23.60	(1,076.20)
Net increase/ (decrease) in Cash and Cash Equivalents	31.14	0.93
Opening balance of Cash and Cash Equivalents	2.42	1.49
Closing balance of Cash and Cash Equivalents	33.56	2.42

For and on behalf of Board of Directors



G V Manimaran

Chairman & Managing Director

DIN: 09707546

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Notes:

1. The above audited financial results were reviewed by the Audit Committee and approved by the Board of Directors at their respective meeting held on 20th May 2025.
2. As the Company's business activity falls within a single significant business segment, viz. "Construction*", no separate segment information is enclosed.
3. Figures of the previous periods have been regrouped and reclassified wherever necessary, to correspond with classification of figures for current period.
4. These financial results have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Companies Act, 2013 and other accounting principles generally accepted in India and in compliance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
5. The above standalone audited financial results are also available on the stock exchange website www.bseindia.com and Company's website www.coromandetengg.com.

For Coromandel Engineering Company Limited

Place: Chennai

Date:20/05/2025



GV Manimaran

Chairman and Managing Director

Din: 09707546

Independent Auditor's Report on the Quarterly and Year to Date Standalone Audited Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To
THE BOARD OF DIRECTORS
COROMANDEL ENGINEERING COMPANY LIMITED

Report on the Audit of the Standalone Financial Results

Opinion

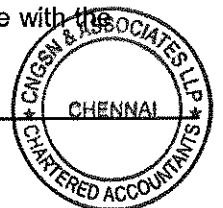
We have audited the accompanying statement of Standalone Financial Results of **COROMANDEL ENGINEERING COMPANY LIMITED** (the "Company") for the quarter and year ended March 31, 2025 ("Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us the Statement:

- a. is presented in accordance with the requirements of the Listing Regulations in this regard; and
- b. gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of the net profit/loss and other comprehensive income and other financial information of the Company for the quarter and year ended March 31, 2025.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Standalone Financial Results" section of our report. We are independent of the Company in accordance with the



Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter:

We draw attention to the outstanding statutory dues to Government authorities. Delays were observed in payment of Goods and Service Tax amounting to Rs.1,08,93,788 including interest thereon and Tax Deducted at Source amounting to Rs.54,64,310. The amount of Rs. 3,70,277 towards Employees' Provident Fund contributions including interest remains unremitted by the company. Our opinion is not modified in this regard.

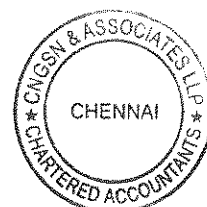
MSME dues including interest amounting to Rs. 7,26,40,633 are unpaid beyond the due dates. Our opinion is not modified in this regard.

We draw attention to the revaluation of Plant & Machinery carried out during the quarter ended 31.03.2025, resulting in an increase of Rs.3,17,09,228 in the carrying value of assets and corresponding impact on Other Equity. Our opinion is not modified in this regard.

Management's Responsibilities for the Standalone Financial Results

The Statement has been prepared on the basis of the Standalone annual Financial Statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit/loss and other comprehensive income of the Company and other financial information in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Statement, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using



the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

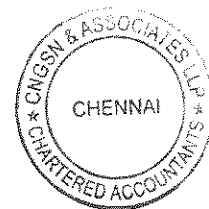
The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Statement.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.



- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

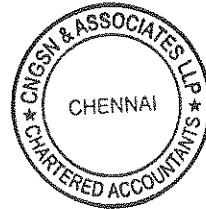
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

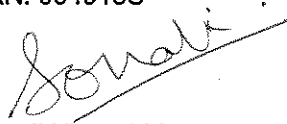
Other Matter

The Statement includes the results for the quarter ended March 31, 2025 being the balancing figures between the audited figures in respect of the full financial year ended March 31, 2025 and the published unaudited year to date figures up to the third quarter of the current financial year which were subjected to a limited review by us as required under the Listing Regulations.

Place: Chennai
Date: 20.05.2025



For CNGSN & Associates LLP
Chartered Accountants
FRN: 004915S


Sonali Khatod M
Partner

Membership No. 254938
UDIN: 25254938BMOYTD3191



20th May 2025

To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Scrip Code: 533167

Dear Sir/Madam,

Sub: Declaration in respect of unmodified opinion on audited financial results for the financial year ended 31st March 2025

In terms of regulation 33(3)(d) of SEBI (Listing Obligation and Disclosure requirements) Regulation, 2015, we hereby declare and confirm that the auditors, M/s. CNGSN & Associates LLP, Chartered Accountants have issued an unmodified audit report on financial results of the Company for the financial year ended 31st March 2025.

This is for your records and information

For COROMANDEL ENGINEERING COMPANY LIMITED

**G V MANIMARAN
CHAIRMAN & MANAGING DIRECTOR
DIN: 09707546**



ANNEXURE II

APPOINTMENT OF M/S. B. THIAGARAJAN & CO., AS INTERNAL AUDITORS OF THE COMPANY FOR THE FY 2025-26

Particulars	Details
Reason for change viz. appointment, resignation, removal, death or otherwise;	Appointment
Date of appointment/cessation (as applicable) & term of appointment	The Board at its meeting held on May 20, 2025, approved the appointment of M/s. B. Thiagarajan & Co, Chartered Accountants as Internal Auditors, for the financial year 2025-26.
Brief profile (in case of appointment)	M/s. B. Thiagarajan & Co, is a well-established firm with a proven track record in evaluating, streamlining, and optimizing business processes across diverse sectors. Backed by years of extensive industry experience, the firm specializes in conducting thorough and insightful audits, uncovering opportunities for operational efficiency, strengthening internal controls, and ensuring full compliance with applicable laws and regulations. Its deep domain expertise and commitment to best practices make it a trusted partner for organizations seeking sustainable improvements and long-term value.
Term of Appointment	For the Financial Year 2025-26
Disclosure of relationships between directors (in case of appointment of a director).	NA



To

2nd May 2025

The Board of Directors

Coromandel Engineering Company Limited

CIN: L74910TN1947PLC000343

Bascon Futura, No.10/2, Old No.56L,

Venkatanarayana Road, T Nagar,

Chennai - 600017

Reg: Appointment as Internal Auditor for Financial Year 2025-26

Dear Sir,

We thank you for your e-mail communication dated 2nd May 2025 proposing to appoint our firm as internal auditors for the Company for the year ending 31st March 2026.

As requested by you to confirm our willingness for appointment as internal auditors for the Financial Year 2025-26 based on the proposed terms , we hereby convey our willingness for appointment as internal auditors on proposed terms for the Financial Year 2025-2026.

Thanking you,

Yours faithfully,

For B Thiagarajan & co.,

Chartered Accountants.,

FRN 004371S

Ram Srinivasan



M No. 220112



SUB-DIVISION/SPLIT OF UNISSUED PREFERENCE SHARE OF THE COMPANY FROM HAVING FACE VALUE OF RS. 100/- EACH TO FACE VALUE OF RS. 10/- EACH

S.No	Particulars	Details																																		
1	Subdivision/split/ consolidation ratio	Existing unissued 32,00,000 preference shares of the Company having face value of Rs. 100/- each will be sub-divided/split into 3,20,00,000 preference shares having face value of Rs. 10/- each.																																		
2	Rationale behind the split / consolidation	The proposed sub-division of preference shares is intended to enhance liquidity, increase affordability, and make the shares more accessible to a wider base of investors. This move is in line with prevailing market practices and is aimed at encouraging broader investor participation.																																		
3	pre and post share capital – authorized, paid-up and subscribed;	<table border="1"> <thead> <tr> <th rowspan="2">Type of Capital</th> <th colspan="3">Pre subdivision</th> <th colspan="3">Post subdivision</th> </tr> <tr> <th>No shares</th> <th>FV</th> <th>Total Share capital (In Rs.)</th> <th>No shares</th> <th>FV</th> <th>Total Share capital (In Rs.)</th> </tr> </thead> <tbody> <tr> <td>Equity</td> <td>4,00,00,000</td> <td>10</td> <td>40,00,00,000.00</td> <td>4,00,00,000</td> <td>10</td> <td>40,00,00,000.00</td> </tr> <tr> <td>Preference</td> <td>32,00,000</td> <td>100</td> <td>32,00,00,000</td> <td>3,20,00,000</td> <td>10</td> <td>32,00,00,000</td> </tr> <tr> <td>Total Authorised Capital</td> <td>4,32,00,000</td> <td></td> <td>72,00,00,000.00</td> <td>720,00,000</td> <td></td> <td>72,00,00,000.00</td> </tr> </tbody> </table> <p>There will be no change in the issued, subscribed and paid-up share capital (both equity & Preference) of the company</p>	Type of Capital	Pre subdivision			Post subdivision			No shares	FV	Total Share capital (In Rs.)	No shares	FV	Total Share capital (In Rs.)	Equity	4,00,00,000	10	40,00,00,000.00	4,00,00,000	10	40,00,00,000.00	Preference	32,00,000	100	32,00,00,000	3,20,00,000	10	32,00,00,000	Total Authorised Capital	4,32,00,000		72,00,00,000.00	720,00,000		72,00,00,000.00
Type of Capital	Pre subdivision			Post subdivision																																
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Total Authorised Capital	4,32,00,000		72,00,00,000.00	720,00,000		72,00,00,000.00																														
4	expected time of completion	Approximately within 3 months from the date of approval of the Members of the Company and subject to completion of the statutory requirements.																																		
5	class of shares which are consolidated or subdivided	Preference shares of the company.																																		
6	number of shares of each class pre and post-split or consolidation	<table border="1"> <thead> <tr> <th rowspan="2">Type of Capital</th> <th colspan="3">Pre subdivision</th> <th colspan="3">Post subdivision</th> </tr> <tr> <th>No shares</th> <th>FV</th> <th>Total Share capital (In Rs.)</th> <th>No shares</th> <th>FV</th> <th>Total Share capital (In Rs.)</th> </tr> </thead> <tbody> <tr> <td>Equity</td> <td>4,00,00,000</td> <td>10</td> <td>40,00,00,000.00</td> <td>4,00,00,000</td> <td>10</td> <td>40,00,00,000.00</td> </tr> <tr> <td>Preference</td> <td>32,00,000</td> <td>100</td> <td>32,00,00,000</td> <td>3,20,00,000</td> <td>10</td> <td>32,00,00,000</td> </tr> <tr> <td>Total Authorised Capital</td> <td>4,32,00,000</td> <td></td> <td>72,00,00,000.00</td> <td>720,00,000</td> <td></td> <td>72,00,00,000.00</td> </tr> </tbody> </table>	Type of Capital	Pre subdivision			Post subdivision			No shares	FV	Total Share capital (In Rs.)	No shares	FV	Total Share capital (In Rs.)	Equity	4,00,00,000	10	40,00,00,000.00	4,00,00,000	10	40,00,00,000.00	Preference	32,00,000	100	32,00,00,000	3,20,00,000	10	32,00,00,000	Total Authorised Capital	4,32,00,000		72,00,00,000.00	720,00,000		72,00,00,000.00
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Total Authorised Capital	4,32,00,000		72,00,00,000.00	720,00,000		72,00,00,000.00																														
7	number of shareholders who did not get any shares in consolidation and their pre-consolidation shareholding	NA																																		



RECLASSIFICATION OF AUTHORISED SHARE CAPITAL OF THE COMPANY

Exiting Clause V of Memorandum of association of the company after the sub-division and before the reclassification	Revised Clause V of Memorandum of association of the company post sub-division & reclassification
The Authorized Share Capital of the Company is Rs.72,00,00,000/- (Rupees Seventy-Two Crores only), divided into 4,00,00,000 (Four Crores) Equity Shares of Rs.10/- (Rupees Ten only) and 3,20,00,000 (Three Crores and Twenty Lakhs) Preference Shares of Rs.10/- (Rupees Ten only) each.	The Authorized Share Capital of the Company is Rs.72,00,00,000/- (Rupees Seventy-Two Crores only), divided into 5,20,00,000 (Five Crores and Twenty Lakhs) Equity Shares of Rs.10/- (Rupees Ten only) and 2,00,00,000 (Two Crore) Preference Shares of Rs.10/- (Rupees Ten only) each.

ANNEXURE - III

ADOPTION OF A NEW SET OF THE MEMORANDUM OF ASSOCIATION ("MOA") ALONG WITH THE NECESSARY ALTERATIONS

S. No.	Brief details of Alteration approved to the Existing MOA
1	<p>The existing Memorandum of Association ("MOA") of the Company was originally framed under the provisions of the erstwhile Companies Act, 1956. In order to align the MOA with the current regulatory framework, it is proposed to adopt a new set of MOA in accordance with the Companies Act, 2013.</p> <p>The proposed changes are primarily aimed at aligning the MOA with the format prescribed under Table A of Schedule I of the Companies Act, 2013. Accordingly, the Situation Clause, Object Clause, and Capital Clause have been appropriately restructured and modified to ensure compliance with the statutory provisions as well as to reflect the Company's current and future business requirements.</p>
2	<p>Clause II: Situation clause: The existing Clause II be and is hereby substituted from "The registered office of the company will be situated in the province of Madras" to "the registered office of the Company will be situated in the State of Tamilnadu.</p>
3	<p>Clause III: Object clause: The title of the existing Clause III will be substituted and renamed from "The objects for which the company is established are" as Clause III A and Clause III B titled respectively and the contents are as follows: Clause III (A) "The objects to be pursued by the Company on its incorporation are:</p> <p>A.*** The objects to be pursued by the company on its incorporation are:</p> <ol style="list-style-type: none">1. To carry on the businesses of Builders and Engineers in all their branches.2. To carry on business as Engineers, Civil, Structural, Mining, Sanitary, Mechanical, Waterworks, Electrical, Marine, Automobile, Salvage, Air-Conditioning, Refrigerating, Ventilating, and other classes of Engineers; Architects, Designers, Planners; Builders and Contractors and as Consulting Engineers.3. To carry on the business of iron founders, mechanical engineers and manufacturers of agricultural implements and other machinery ; tool- makers, brass-founders, metal-workers, boilermakers, mill-wrights, machinists, iron and steel converters, smiths, wood-workers, builders, painters, metallurgists, electrical engineers, water supply engineers, gas- engineers, farmers, printers, carriers, and merchants and to buy, sell, manufacture, repair, convert, alter, let on hire and deal in machinery, implements, rolling-stock and hardware of all kinds.



4. To undertake and execute constructional and engineering and allied contracts and works of all kinds.
5. To construct, execute, carry out, equip, improve, work, develop, administer, manage, and control public works and conveniences of all kinds, which expression, in this Memorandum, includes railways, tramways, docks, harbours, piers, wharves, canals, reservoirs, embankments, irrigations, reclamation, improvement, sewage, drainage, sanitary, water, gas, electric light and power supply works, telephonic and telegraphic works, hotels ware-houses, markets and public buildings, and all other works or conveniences of public utility.
6. To carry on the business of electrical engineers and contractors, suppliers of electricity, carriers of passengers and goods; manufacturers of electrical goods and dealers in railway, tramway, electric, magnetic, galvanic and other apparatus, mechanical engineers, suppliers of light, heat, sound and power and to acquire any inventions, etc., and to construct railways and tramways and work the same by steam, gas, oil, electricity or other power.
7. To carry on the business of electricians, suppliers of electricity for purposes of light, heat, motive power or otherwise and manufacturers, constructors, dealers and contractors for electrical installations and apparatus and things of all kinds required or capable of being used in connection with the generation, distribution, supply and accumulation and employment of electricity.
- 7(A) To carry on the business of manufacturers of Electronic Private Automatic Branch Exchange (EPABX) and Key Telephone Systems, all components required for the manufacture and assembly of the same, importers, exporters, agents, distributors, Manipulators, fabricators, designers, processors, buyers, sellers, merchants and dealers in all kinds of Electronic Private Automatic Branch Exchange (EPABX) and Key Telephone Systems Equipments and accessories thereof.
8. To carry on business of contractors for pipes and pipe works of all kinds; water supply specialists; well sinkers, artesian and other well and shaft bores ; to make, build and construct, lay down and maintain, reservoirs, waterworks, cisterns, culverts, filter beds, main and other pipes, and appliances; to execute and do all other works and things necessary to or convenient for obtaining, storing, selling, delivering, measuring and distributing water, or otherwise for the purposes of the company.
9. To carry on the business of manufacturers of cement, lime, bricks, tiles, pipes, pottery, earthenware, china and terra cotta, and ceramic and refractory products of all kinds.
10. To carry on the businesses of paviors and manufacturers of and dealers in artificial stone, whether for building, paving or other purposes.
- 10(A) To carry on the business of manufacturers, Polishers, cutters, dealers, merchants, importers, exporters, decorators in stones of all kinds used for building, decorative and monumental purposes. For this purpose, to buy, take on lease, hire stone quarries excavate, blast boulders and turn into stones of various sizes, crush jelly for own use or for sale.
11. To carry on the business of extraction, processing, refining, and commercialization of all type of rare earth minerals, either independently or in collaboration with other entities. To engage in the trade, marketing, distribution, import, and export of rare earth minerals, their derivatives, and by-products in India and abroad. To invest in, develop, and commercialize technologies and sustainable processes for the environmentally responsible extraction and refining of such elements, and to undertake or promote research and development in their applications across industries including but not limited to electronics,



renewable energy, defense, automotive, and advanced manufacturing, subject to compliance with all applicable laws and regulations

12. To carry on all or any of the following businesses, namely builders and contractors, decorators, merchants, and dealers in stone, sand, lime, cement, bricks, timber, hardware, and other building requisites, brick and tile and terra cotta makers, job-masters, carriers, licensed victuallers, and house and estate agents, auctioneers and valuer.
13. To acquire by purchase, lease, exchange or otherwise, land, buildings and hereditaments of any tenure or description and any estate or interest therein, and any rights over or connected with land so situate and to turn the same to account as may seem expedient; and in particular by preparing building sites and by constructing, reconstructing, altering, improving, decorating, furnishing and maintaining offices, flats, houses, factories, warehouses, shops, wharves, buildings, works and conveniences of all kinds and by consolidating, or connecting, or subdividing properties, and by leasing and disposing of the same.
14. To manage land, buildings, and other property situate as aforesaid, whether belonging to the company or not, and to collect rents and income, and to supply to tenants and occupiers and others, refreshments, attendance, messengers, lights, waiting rooms, reading rooms, lavatories, laundry conveniences, electric conveniences, stables, and other advantages.
15. To carry on the business of operating, managing, owning, and leasing hotels, resorts, guesthouses, and other hospitality establishments, will engage in the development, construction, and renovation of hospitality properties. To engage in consultancy, training, and support services related to the hospitality and tourism industry.
16. To carry on business as Merchants, Importers, Exporters, dealers, stockists and Distributors of goods of all kinds.
17. To carry on business as Manufacturers, repairers, dealers, merchants, importers, exporters and stockists and distributors of all kinds of machinery, Mechanical stores, electrical goods and spare parts and factory, domestic, Industrial, school, college, laboratory, office and workshop requirements and fittings and furniture of all kinds.
- 17(A) To carry on the business of manufacturers, Importers, Exporters, Agents, Distributors, Manipulators, Fabricators, Assemblers, Designers, Processors, Buyers, Sellers, Erectors, Merchants and Dealers in all kinds of pollution Control Equipments including Aerators, Wastewater Treatment Plants and Water Treatment Plants.
- 17(B) To carry on the business as Manufacturers of all components required for the manufacture, assembly, supply, erection of Pollution Control Equipments, including aerators, Wastewater Plants, Water Treatment Plants and accessories thereof.
- 17(C) To carry on the business of Manufacturers, Exporters, Importers, Agents, Distributors, Merchants, Brokers, Fabricators and Dealers of light and Heavy Chemicals, including chemicals and formulations required for Waste Water Treatment Plant.
- 17(D) To carry on the business as Manufacturers, Exporters, Importers, Agents, Distributors, Assemblers, Manipulators, Fabricators, Designers, Processors, Buyers, Sellers, Brokers, Agents, Distributors, Merchants and Dealers of plastic materials and equipments thereof required for pollution Control Equipments and for other purposes.



18. To engage in the business of designing, developing, manufacturing, supplying, installing, and maintaining water treatment technologies and solutions, including but not limited to water purification, filtration, desalination, wastewater treatment, and technology facilities and sewage treatment systems.
19. To acquire, purchase, lease, develop, improve, cultivate, manage, sell, transfer, or otherwise deal in land, plots, buildings, houses, apartments, townships, commercial and residential complexes, industrial estates, warehouses, agricultural land, orchards, farmlands, plantations, and other immovable properties or infrastructure projects; to carry on the business of real estate development, construction, and related services as developers, builders, contractors, engineers, town planners, valuers, surveyors, and agents for the purchase, sale, leasing, or renting of land, flats, farmhouses, and other properties; to engage in agro-based activities including but not limited to organic farming, horticulture, floriculture, aquaculture, and plantation management; to buy, sell, trade, or deal in agricultural produce, seeds, fertilizers, farm equipment, tools, and machinery, and to provide consultancy, contract farming, or farm management services to individuals, corporates, or institutions.
20. To develop and turn to account any land acquired by or in which the Company is interested and in particular by laying out and preparing the same for building purposes, constructing, altering, pulling down, decorating, maintaining, furnishing, fitting up and improving buildings and by planting, paving, draining, farming, cultivating, letting building lease or building agreement.
21. To build, alter, construct and maintain any mills, factories warehouses, chawls, dwellings, reservoirs, tanks, roads, tramways, railways or other building work necessary for the purposes of the company or which can be conveniently used in connection therewith.
22. To acquire, hold either by purchase or otherwise, to cultivate, improve or turn into account any Estate or plantation of rubber, coffee, tea, paddy or any other kind of produce.
23. To carry on in India or elsewhere in the world the business of manufacturing, designing, assembling, buying, selling, importing, exporting, trading (online or offline), testing, stocking, registering, packaging, marketing, refining, and generally dealing in all types of industrial and medical equipment, instruments, machinery, tools, accessories, and related components, including but not limited to medical devices, diagnostic equipment, laboratory instruments, and hospital machinery; and to provide related services including installation, maintenance, repair, and after-sales support for such industrial and medical equipment.
24. To engage in the business of manufacturing, designing, assembling, and trading of defense-related equipment and systems, including but not limited to weapons, military vehicles, aircraft, drones, defense communication systems, surveillance devices, and protective gear, both within India and internationally, in compliance with applicable laws and regulatory approvals. To undertake research, development, testing, installation, maintenance, training, and technical support services related to defense technologies and to engage in the import, export, and distribution of related products, components, and materials, subject to licensing and regulatory clearances from competent authorities.
25. To carry on the business of designing, manufacturing, assembling, trading, importing, exporting, and distributing transport-related equipment, including but not limited to motor vehicles, automobiles, trucks, buses, trailers, motorcycles, electric vehicles (EVs), and other vehicles, along with their parts, components, and accessories. To engage in providing services related to the installation, maintenance, repair, upgrading, and retrofitting of transport equipment and systems, including electric vehicles and



their charging infrastructure. To develop, commercialize, and promote technologies related to electric vehicles, EV charging solutions, and sustainable transport and logistics solutions. To also engage in the research, development, and testing of new transport-related innovations, including advancements in electric mobility, energy storage, and green technologies for the transport sector.

26. To carry on the business of manufacturing, designing, assembling, supplying, and trading in all types of batteries and inverters, along with their components, accessories, and related products, for commercial, industrial, and residential applications. To provide services related to the installation, maintenance, testing, repair, and recycling of batteries and inverters, for use in automotive, energy storage, and backup power systems.
27. To carry on the business of transportation and logistics services across land, air, water, and space at both national and international levels, for the movement of goods, cargo, commodities, and all kinds of movable property. To use any mode of transport, including trucks, lorries, tankers, trailers, buses, taxis, trains, tramways, aircraft, ships, vessels, and boats, whether powered by conventional or alternative energy sources. To establish, own, operate, manage, charter, lease, or otherwise maintain and control transport fleets, logistics facilities, terminals, depots, and all related infrastructure required for the efficient delivery of transportation and supply chain services.
28. To engage in the business of import, export, trading, distribution, warehousing, and merchandising of all kinds of goods, articles, and merchandise, and to act in various commercial capacities including as agents, contractors, distributors, brokers, clearing and forwarding agents, customs agents, insurance agents, and commission agents. To provide services related to courier, cargo handling, storage, packing, loading/unloading, stevedoring, and haulage operations.
29. To promote and implement sustainable practices and green technologies across all business operations, including renewable energy generation (solar, wind, hydro, bioenergy), energy efficiency solutions, sustainable construction, environmental conservation, carbon management, resource recycling, and climate-resilient infrastructure. To undertake consulting, research, development, manufacturing, trading, and deployment of environmentally friendly products, services, and systems, and to collaborate with governmental, multilateral, academic, and private sector organizations to further the cause of sustainability and environmental responsibility.

III.B Matters which are necessary for furtherance of the objects specified in clause III A are

30. To carry on business as timber merchants, saw- mill proprietors, and timber growers and to buy, 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 manufacture of which timber or wood is used.
31. To carry on business as Managing Agents, Managers, Secretaries, or other officers of any Company incorporated in India or elsewhere.
32. To undertake or to carry on the management of the whole of the affairs of any Company or firm or any part of the affairs or business of any Company or firm.
33. To promote, form or take part in the formation of any Company and procure the registration of such Company either in India or elsewhere.
34. To carry on business as Agents, Organizers, Canvassers or Local Representatives for all kinds of Insurance business or companies.



35. To purchase, develop and sell land, buildings and immovable properties of all kinds.
36. To invest any funds of the company in purchase of land and buildings.
37. To acquire and run any industrial concern, factory or mill as the company may deem fit and carry on and work any such concern, factory or mill.
38. To employ experts to investigate and examine into condition, prospects, value, character and circumstances of any business concerns and undertakings and generally of any assets, property or rights.
39. To transact and carry on all kinds of agency business and in particular in relation to the investment of money, the sale of property and the collection and receipt of money, and to be Managers or Managing Agents of any concern, company or business.
40. Generally to carry on business as financiers, and to undertake and to carry out all such operations and transactions (except Insurance business within the meaning of the Insurance Act, and the business of Banking within the meaning of Companies Act, 2013 or of any Act in force for the time being and applicable to Banking business) as an individual capitalist may lawfully undertake and carry on.
41. To lend money either with or without security and generally to such persons and upon such terms and conditions as may be deemed fit.
42. To carry on any other business (whether manufacturing or otherwise) which may seem to the company capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of or render profitable any of the company's property or rights.
43. To acquire in India or elsewhere by purchase, lease or otherwise for the purposes of the company any real or personal, movable or immovable property, rights, or privileges, including any land, buildings, rights of way, easements, licenses, concessions and privileges, patent rights, trade marks, machinery, rolling-stocks, plant, utensils, accessories and stock-in-trade.
44. To purchase or by any other means acquire and protect, prolong and renew, whether in India or elsewhere, any patents, patent rights, brevets d'invention, licenses, protections and concessions which may appear likely to be advantageous or useful to the company, and to use and turn to account, and to manufacture under or grand licenses or privileges in respect of the same and to spend money in experimenting upon and testing and in improving or seeking to improve any patents, inventions or rights which the company may acquire or propose to acquire.
45. Generally to carry on in any place or places in the world any other trade or business, whether manufacturing or otherwise, subsidiary or auxiliary to, or which can be conveniently carried on in connection with any of the company's objects ; and to establish and maintain any agencies in any part of the world for the conduct of the business of the company or for the sale of any materials or things for the time being at the disposal of the company for sale; and to advertise and adopt means of making known all or any of the manufacturers, products or goods of the company, of any articles, or goods traded or dealt in by the company in any way that may be thought advisable, including the posting of bills in relation thereto, and the issue of circulars, books, pamphlets and price lists, and the conducting of competitions, and the giving of prizes, rewards and donations.



46. To be interested in, promote, and undertake the formation and establishment of such institutions, businesses, companies (industrial, agricultural trading, manufacturing or other) as may be considered to be conducive to the profit and interest of the company; and to carry on any other business, (industrial, agricultural, trading, manufacturing, or other) which may seem to the company capable of being conveniently carried on in connection with any of these objects or otherwise calculated, directly or indirectly, to render any of the company's property or rights for the time being profitable; and also to, acquire, promote, aid, foster, subsidies, or acquire interests in any industry or undertaking in any country or countries whatsoever.
47. To purchase or otherwise acquire and undertake the whole or any part of the business, property, rights and liabilities of any person, firm or company, carrying on any business which the company is authorised to carry on, or possessed of property or rights suitable for any of the purposes of the company, and to purchase, acquire, sell and deal in property, shares, stock, debentures, or debenture stock of any such person, firm or company and to conduct, make or carry into effect any arrangements, in regard to the winding up of the business of any such person, firm or company.
48. To enter into partnership or into any arrangements for sharing of profits co-operation, amalgamation, union of interests, joint adventure, reciprocal concession or otherwise with any person, firm or company carrying on or engaged in or about to carry on or engage in, any business or transaction which this company is authorised to carry on or engage in, or any business undertaking or transaction which may seem capable of being carried on or conducted to as directly or indirectly to benefit the company; and to lend money to, guarantee the contracts of, or otherwise assist any such person, firm or company, and to place, take, or otherwise acquire and holds hares or securities of any such person, firm or company and to sell, hold, re- issue, with or without guarantee, or otherwise deal with the same.
49. To amalgamate with any other company or companies having objects altogether or in part similar to those of this company.
50. To promote and form and to be interested in, and take, hold and dispose of shares in other companies having all or any of the objects mentioned in this Memorandum and to transfer to any such company any property of this company, and to take or otherwise acquire, hold and dispose of shares, debentures and other securities in or of any such company, and to subsidies or otherwise assist any such company.
51. To assist any company, financially or otherwise, by issuing or subscribing for or guaranteeing the subscription and issue of capital, shares, stock, debentures, debenture stock or other securities, and to take, hold and deal in shares, stock and securities of any company, notwithstanding there may be liability thereon.
52. To take or otherwise acquire and hold shares in any other company, and to pay for any properties, rights or privileges acquired by this company, either in shares of this company, or partly in shares and partly in cash, or otherwise, and to give shares or stock of this company in exchange for shares or stock of any other company.
53. To pay all the costs, charges and expenses of and incidental to the promotion, formation, registration and establishment of the company and the issue of its capital, including any underwriting or other commissions, broker's fees and charges in connection therewith and to remunerate or make donations to (by cash or other assets, or by the allotment of fully or partly paid shares, or by a call or option on shares, debentures, debenture stock or securities of this or any other company, or in any other manner, whether out of the company's capital or profits or otherwise) any person or persons for services rendered or to be



	<p>rendered in introducing any property or business to the company or in placing or assisting to place or guaranteeing the subscription of any shares, debentures, debenture stock, or other securities of the company, or for any other reason which the company may think proper.</p> <p>54. 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 company's business and to apply or join in applying to any Parliament, Local Government, Municipal or other authority or body, British, Colonial or foreign, for any acts 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 applications which may seem calculated directly to prejudice the company's interests.</p> <p>55. To open and keep a register or registers in any state or country or countries where it may be lawful to do so and deemed advisable to do so, and to allocate any number of shares in the company to such register or registers.</p> <p>56. To draw, accept and make and to endorse, discount and negotiate promissory notes, hundies, bills of exchange, bills of lading and other negotiable instruments connected with the business of the company.</p> <p>57. To incur debts for the conduct of any business of the company or to purchase or hire goods, materials or machinery on credit or otherwise for any business or purpose of this company.</p> <p>58. To borrow or raise money, or to receive money on deposit at interest, or otherwise in such manner as the company may think fit, and in particular by the issue of debentures or debenture stock, perpetual or otherwise including debentures or debenture stock convertible into shares of this or any other company, or perpetual annuities ; and in security of any such money so borrowed, raised or received, to mortgage, pledge, or charge the whole or any part of property, assets or revenue of the company, present or future, including its un called capital by special assignment or otherwise, or to transfer or convey the same absolutely or in trust and to give the lenders powers of sale and other powers as may seem expedient, and to purchase, redeem, or pay off any such securities.</p> <p>59. To accumulate funds and to lend, invest or otherwise employ moneys belonging or entrusted to the company upon 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 but not to do the business of Banking within the meaning Banking Regulation Act, 1949 or of any Act for the time being in force and relating to Banking Business.</p> <p>60. To sell or in any other manner deal with or dispose of the undertaking or property of the Company, or any part thereof, for such consideration as the Company may think fit, and in particular for shares, debentures and other securities of any other company having objects altogether or in part similar to those of the Company.</p>
4	<p>Clause IV: <i>Liability Clause: The Existing clause is being substituted from "The Liability of the members is limited" to "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"</i></p>
5	<p>Clause V: consequent to the approval for the subdivision of the unissued preference shares and re-classification, the Authorized share capital of the company would be altered as follows:</p> <p>"The Authorized Share Capital of the Company is Rs.72,00,00,000/- (Rupees Seventy-Two Crores only), divided into 5,20,00,000 (Five Crores and Twenty Lakhs) Equity Shares of Rs.10/- (Rupees Ten only) and 2,00,00,000 (Two Crore) Preference Shares of Rs.10/- (Rupees Ten only) each."</p>