Particulars	Old Article No(s)	New Article No(s)
Table A/Table F applicability	1	1
Interpretation clause	2	2
Commencement of business	3	-
Restrictions on purchase by company or giving of loans by it for purchase of shares.	4	-
Capital clause	5	3.1
Powers of board to issue preference shares	6	3.7
Allotment of shares	7	-
Further issue of shares	8	3.5
Power to Company in General Meeting to issue shares	9	3.6
Variation or rights	10,11,12	3.9
Commission for placing shares	13	3.10,3.11 and 3.12
Issue other than cash	14	3.3
Regulations relating to joint holders	15	5.6
Share & Debenture certificates	ı	1
Share certificates	16; 17;18;19	3.13, 3.14, 3.16, 10.1
Issue of new certificate in place of one defaced, lost or destroyed	20	3.19
Company's lien on shares	21	6
Enforcing lien by sale	22	6
Validity of sale; Purchaser to be registered holder; Purchaser not affected	23	6
Application of proceeds of sale	24	6
Due from Company may be adjusted against calls	25	-
Calls on shares	ı	1
Board may make calls	26, 27	
Notice of calls	28	
Sums deemed to be calls	29	_
Calls to carry interest	30	5
Payment in anticipation of calls may carry interest	31	
Partial payment not to preclude forfeiture	32	

Particulars	Old Article No(s)	New Article No(s)
Installment on shares to be duly paid	33	
Transfer and transmission of shares		
Transfer of shares	34	
Form of Transfer	35	
Board may refuse to register transfers	36	8
Transfer to be presented with evidence of title.	37	
Endorsement of share certificate; Fees	38	
Register and Index of members	39	29
Custody of transfer	40	8.9
Closure of Registers of members or debentures	41	8.12
Title to shares on death of a member	42	9.1
Death or insolvency of a member; Board's right unaffected	43	9.3 and 9.4
Right to election of holder of share; Manner of testifying election; Limitations applicable to Notice and Claimant to be entitled to same advantage	44	9.6, 9.7, 9.8 and 9.9
Company's right to register transfer to apparent legal owner	45	9.10
If call or instalment not paid, notice may be given	46	
Forms of Notice	47	
If notice not complied with shares may be forfeited	48	
Sales of forfeited shares	49	7
Liability after forfeiture	50	
Declaration of forfeiture	51	
Non-payment of sums payable at fixed times	52	
Conversion of shares into stock		
Conversion of shares into stock and vice-versa	53	4.1
Transfer of stock	54	4.2
Rights of stockholders	55, 56	4.3
Alteration of capital	l	I
Powers to increase or reduce capital	57	4.1
On what conditions new shares may be issued	58	3.5

Particulars	Old Article No(s)	New Article No(s)
Reduction of capital	59	4.4
Share warrants		
Powers to issue share warrants	60	-
Requisition of meeting by bearer of sharewarrant	61	-
Rights of share warrant holders	62	-
Powers to make rules with regard to issue of duplicate warrant	63	-
General Meeting		
Annual General Meeting	64	
Powers of Board to call Extraordinary General Meeting	65	
Calling of Extraordinary General Meeting on requisition	66	
Twenty one days' notice of meeting to be given	67	
Omission to give notice not to invalidate a resolution passed	68	
Ordinary and special business	69	
Proceedings of general meetings		
Quorum	70	12, 13 and 14
If quorum not present, meeting to be dissolved or adjourned	71	
Chairman of General Meeting	72	
Directors to elect Chairman	73	
Chairman with consent may adjourn meeting	74	
Questions at General Meeting how decided	75	
Poll to be taken, if demanded	76	
Chairman's casting vote	77	
In what case poll taken without adjournment	78	
Vote of Members		
Number of votes to which Member entitled	79	
Demand for poll not to prevent transaction of other business	80	
Votes of joint Members	81	15
How Members noncompos mentis may vote	82	
Restriction on voting rights	83	

Particulars	Old Article No(s)	New Article No(s)
Voting in person or by proxy	84	
Appointment of Proxy	85	16
Manner of appointment of proxy	86	16
Deposit of instrument of appointment of proxy	87	
Validity of votes given by proxy notwithstanding death, revocation or transfer.	88	
Form of proxy	89	
Chairman of any Meeting to be the judge of validity of any vote	90	
Directors	l	
No. of Directors	91	17
Directors as on the date of adoption of Articles of Association	92	-
Qualification shares	93	-
Appointment of directors in casual vacancy	94	
Appointment of Additional Director	95	
Appointment of Alternate Director	96	
Appointment of Nominee Director	97	
Sitting fees to directors and reimbursement of expenses	98	17
Special remuneration to Director for performing extra professional service(s)	99	
Directors may act notwithstanding vacancy	100	
When office of Director to become vacant	101	
Disclosure of interests and matters related thereto	102	-
Directors have equal rights and privileges and subject to equal obligations and duties	103	-
Rotation of Directors		
Retirement and rotation of directors	104	
Ascertainment of Directors retiring by rotation	105	
Eligibility for re-election	106	
Longest in office to retire by rotation	107	17
Provisions in default of appointment	108	
Company may increase or reduce the number of Directors	109	

Particulars	Old Article No(s)	New Article No(s)
Removal of Director	110	
Notice of candidature for office of Director	111	
Ex-officio Director	112	-
Proceedings of Director	I	
Meeting of Director and notice of meetings	113	
Quorum	114	
Powers of Board; how matters decided; Chairman's casting vote and how to resolve deadlock on reserved matters	115	
Continuing Directors may act notwithstanding any vacancy in the Board	116	
Chairman of the Board	117	20
Board may appoint Committees; Management Committee	118	
Chairman, quorum for the Committees of the Board	119	
Meeting of Committee, how to be governed.	120	
Acts of Board or Committees valid notwithstanding informal appointment	121	
Resolution by circular	122	
Powers and duties of Directors	I	
Powers of the Board	123	18.1
General powers of the Board	124	-
Matters in which affirmative vote of directors nominated by Galla Family and JCI is required	124A	18.2
Board may appoint committees	125	18.3; 20.11
Attorney/(ies) of the Company	126	18.5
Power to authorize sub-delegation	127	18.6
Filings of resolutions, agreements, charges etc; minutes and others	128	-
Appointment of Secretary	129	22.1
Branch or any kind of business	130	-
Board may delegate its powers to one or more directors	131	18.3
Borrowings		
Powers to borrow and the payment or repayment of moneys borrowed	132	19
	133	

Particulars	Old Article No(s)	New Article No(s)
Terms of issue of debenture	134	
Nominated Director	135	17.7
Register of mortgages to be kept	136	29.1
Subsequent assignees of uncalled capital	137	19
Charge in favour of Directors for indemnity	138	
Powers to be exercised by the Board only at the meeting	139	18.3
Managing Director		
Appointment of Managing Director or Whole-time Director	140	
Business to be carried on by Managing Director or Whole- time Director	141	
Remuneration to Managing Director or Whole-time Director	142	21
Expenses to be charged to the Company	143	
Powers of Managing Director or Whole-time Director	144	
Common Seal		
The seal, its custody and use	145	
Deeds how executed	146	27
Dividend		
Division of profits	147	23
Company in general meeting may declare dividend	148	
Interim Dividend	149	
Dividend only to be paid out of profits	150	
Transfer to Reserves	151	
To deduct arrears on calls from dividend	152	-
Dividend and call together	153	-
Dividends how remitted.	154	
Dividends etc to joint holders	155	
Notice of dividend	156	23; 10.14
Unclaimed or unpaid dividend	157	
Tranfer of unclaimed or unpaid dividend to IEPF	158	
Transfer of shares must be registered	159	

Particulars	Old Article No(s)	New Article No(s)
Capitalisation of Profits	1	1 2
Capitalisation	160	
Powers of the Board for capitalisation	161	24
Accounts		1
Directors to keep true accounts.	162	
Books of accounts to be maintained at Registered office	163	
As to inspection of accounts or books by Members	164	25
Statement of account to be furnished to General Meeting	165	
Format of Balance Sheet and statement of profit and loss	166	
Authentication of financial statements	167	
Auditors Report	168	
Directors Report	169	25
Comply with the provisions of the Act	170	
Annual Return		
Annual Return	171	-
Audit		
Audit of books of account	172	
Appointment of first auditors	173	
Audit of branch offices of the Company	174	
Remuneration of the Auditors	175	26
Powers of Auditors	176	
Powers of Auditors	177	_
Service of documents and notice		
Service of document or notice by Member	178	28
Document or notice by Company	179	28
Member to notify address in India	180	-
By advertisement	181	-
Service on persons acquiring shares on death or insolvency of members	182	28
To whom notice of General Meeting to be given	183	28

Comparative statement – Existing vs Proposed Articles of Association

Particulars	Old Article	New Article
	No(s)	No(s)
By advertisement	184	-
Members bound by documents or notices served on or given to previous holders	185	28
Document or notice by Company and signature thereto.	186	-
Authentication of documents		
Authentication of documents	187	-
Winding up	L	
Assets of the Company shall on its winding up, be applied	188	30
in satisfaction of its liabilities on pair-passu basis		
Liquidator may divide assets in specie	189	
Indemnity and Responsibility	l.	-
Directors and officers right to indemnity	190	31
Directors and officers not liable insufficiency or deficiency	191	-
of title to any property acquired		
Secrecy Clause	1	
Secrecy	192	33.1
Directors, manager, officers etc to sign a declaration	193	-

Notes:

- 1) Articles have been re-grouped / re-drafted to be in line with the provisions of the Companies Act 2013 ("the Act") and the Table F of Schedule 1 to the Act.
- 2) Definitions have been updated / new definitions included to be in line with the provisions of the Act.