

NAKODA GROUP OF INDUSTRIES LIMITED

Plot No. 239, South Old Bagadganj, Small Factory Area, Nagpur 440 008. Maharashtra, INDIA.
 CIN Number : L15510MH2013PLC249458

+91 712 2778824
 +91 712 2721555

info@nakodas.com
 www.nakodas.com



Date: - 16.02.2021

To,
Bombay Stock Exchange Limited (BSE Ltd)
 Listing / Compliance Department,
 Phiroze jeejeebhoy Towers,
 Dalal Street, Mumbai – 400001

BSE Scrip Code:-541418

Sub: - Intimation under Regulation 30 of SEBI (LODR) Regulations, 2015 regarding the Alteration of Memorandum of Association of the Company.

Dear Sir/Madam,

Pursuant to the Regulation 30 and other applicable regulations of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 we wish to inform you that the members of the company in their Extra – Ordinary General Meeting held on 15.02.2021 has approved the increase in authorised capital of the company from the present 8,00,00,000/- (Rupees Eight Crores only) divided into 80,00,000 (Eighty Lakhs) Equity Shares having face value of Rs. 10/- each share to 12,00,00,000/- (Rupees Twelve Crores only) divided into 1,20,00,000 (One Crores Twenty Lakhs only) Equity Shares having face value of Rs. 10/- each share and consequently **existing Clause V** of the Memorandum of Association of the Company be and is here by substituted by the following **new Clause V** as under:-

V. The Authorised Share Capital of the Company is 12,00,00,000/- (Rupees Twelve Crores only) divided into 1,20,00,000 (One Crores Twenty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each."

Material Changes in the New Memorandum of Association of the Company is as under:-

Existing Clause V	New Clause V	Summary of Change
The Authorised Share Capital of the Company is 8,00,00,000/- (Rupees Eight Crores only) divided into 80,00,000 (Eighty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each."	The Authorised Share Capital of the Company is 12,00,00,000/- (Rupees Twelve Crores only) divided into 1,20,00,000 (One Crores Twenty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each."	Members of the company in their Meeting held on 15.02.2021 has approved the increase in authorised capital of the company from the present 8,00,00,000/- (Rupees Eight Crores only) divided into 80,00,000 (Eighty Lakhs) Equity Shares having face value of Rs. 10/- each share to 12,00,00,000/- (Rupees Twelve Crores only) divided into 1,20,00,000 (One Crores Twenty Lakhs only) Equity Shares having face value of Rs. 10/- each share and consequently existing Clause V of the Memorandum of Association of the Company be and is here by substituted by the new Clause V .

Altered Memorandum of Association of the Company is attached herewith for your ready reference please.

Please take the note of same in your record. Kindly acknowledge the receipt of the same.

Yours Truly,

For Nakoda Group of Industries Limited

Pratul Wate

Pratul Wate
Company Secretary & Compliance Officer
(Membership No. : - A49131)



THE COMPANIES ACT, 1956
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
***NAKODA GROUP OF INDUSTRIES LIMITED**

- I.** The Name of the Company is **NAKODA GROUP OF INDUSTRIES LIMITED**
- II.** The Registered Office of the Company will be situated in the State of Maharashtra, i.e. within the jurisdiction of the **Registrar of Companies, Maharashtra at Mumbai**
- III.** The objects for which the Company is established are:
- A. MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**
1. To carry on the business of manufacturing, preserving, reigning, packing, bottling, prepare, manipulate, treat, market, import, export, improve, produce, process, prepare, buy, sell, deal in all types of food stuffs, feeds, and all kinds of varieties of fruits, dry - fruits, foods, health foods, protein foods, food products and other eatables, bakery products and confectionery items such as breads, biscuits, sweets, pizza, papad, cakes, pastries, cookies, wafers, foodstuffs, canned fruits.
 2. To run warehouses, godowns, cold storage house, open platforms, refrigeration houses, stores and other similar establishments to provide facilities for storage of commodities, goods, articles and other allied activities and industries connected with agriculture, horticulture, poultry, dairy farming, breeding and hatcheries in India and abroad.
- B. OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF MAIN OBJECTS**
3. To store, process, purchase and sell raw materials, equipments, machineries, other equipments, spare parts or other articles of use required for or incidental to the preparation, adaptation, treatment, use or working of hospitality services or otherwise for the purpose of carrying on the business of the Company.
 4. To construct, improve, maintain, develop, work, manage, carry out, or control any manufactories, warehouses, shops, stores, and other works and conveniences which may seem calculated directly or indirectly to advance the Company's interests.
 5. To purchase, take on lease or in exchange, hire or otherwise acquire, sell, dispose off, deal in any real and personal property of all kinds particularly lands, plots, buildings, hereditaments, business concerns and undertakings and any rights or privileges which the Company may think necessary or convenient for the purposes of its business.

* Inserted vide Special Resolution in Extra-Ordinary General Meeting Dated 19/01/2017.

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6. To apply for purchase, or otherwise acquire, and protect and renew in any part of the world any patents, trademarks, copyrights, designs, licenses, concessions, and the likes conferring any exclusive or limited right to their use, or any secret or other information as to any invention 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 of the Company, and to use, exercise, develop, or grant licenses in respect of, or otherwise turn to account the property, rights or information so acquired, and to expend money in experimenting upon, testing or improving any such patents, inventions or rights.
7. To acquire and undertake the whole or any part of the business, property, and liabilities of any person or company carrying on or proposing to carry on any business which the company is authorized to carry on, or possessed of property suitable for the purpose of the Company, or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company.
8. To amalgamate, enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint venture or reciprocal concession, or for limiting competition with any person or company carrying on or engaged in, or about to carry on or engage in any business or transaction which the company is authorised to carry on or engage in or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or Indirectly to benefit the Company.
9. To open an account or accounts either current or overdraft with any banker, bank, and to draw, make, accept, endorse, discount, execute, and issue cheques, promissory notes, hundies, bills of exchange, bill of landing, warrants, debentures, and other negotiable instruments in the course of the company's business.
10. To improve, manage, develop, grant rights or privileges in respect of, or otherwise deal with all or any part of the property or any rights of the Company.
11. To vest any real or personal property, rights or interest acquired by or belonging to the 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.
12. To subscribe for, take, or otherwise acquire, and hold shares, stock, debentures, or other securities of any other company having objects altogether or in part similar to those of the Company or carrying on any business capable of being conducted so as directly or indirectly to benefit the Company.
13. To invest and deal with the moneys of the Company not immediately required in any manner.
14. To advance money or give credit to such persons or companies and on such terms as may seem expedient, and in particular to customers and to others having dealings with the Company, and to guarantee the performance of any contract or obligation and the payment of money of or by any such persons or companies, and generally to give guarantees and indemnities.

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15. To receive money on loan and borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures, debenture stock (perpetual or otherwise) or any other loan instruments and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any property or assets of the company (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 of any obligation undertaken by the Company or any other person or Company as the case may be.
16. To draw, make, accept, endorse, discount, execute, and issue promissory note, bills of exchange, bills of lading, warrants, debentures, and other negotiable or transferable instruments.
17. To establish laboratories and research and development centers to perform such research and development as the Company may deem advisable or feasible.
18. To apply for, promote and obtain under Act of Parliament, charter, privilege, concession, license or authorization of any Government, State or Municipality, or other authority for enabling the Company to carry any of its objects into effect or for extending any of the powers of the Company or for effecting any modification, of the constitution of the Company or for any other purpose which may seem expedient, and to propose any proceedings, or application which may seem calculated directly or indirectly to prejudice the interests of the Company.
19. To pay out of the funds of the company all expenses which the Company may lawfully pay with respect to the formation and registration of the Company or the issue of its capital, including brokerage and commissions for obtaining applications for or taking, placing or underwriting or producing the underwriting of shares, debentures or other securities of the Company.
20. To pay for any rights or property acquired by the Company, and to remunerate any person or company whether by cash payment or by the allotment of shares, debentures or other securities of the Company credited as paid up in full or in part or otherwise.
21. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefit of, and give or procure the giving of donations, gratuities, pensions, allowances or emoluments to any persons who are or were at any time in the employment or service of the Company, or of any company which is a subsidiary of the Company or is allied to or associated with the Company or with any such subsidiary company, or who are or were at any time Directors or Officers of the Company or of any such other Company as aforesaid, and the wives, widows, families and dependants of any such persons, and also establish and subsidise and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interests and well-being of the Company or of any such other company as aforesaid, and make payments to or towards the insurance of any such persons as aforesaid and do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.
22. To establish or promote or concur in establishing or promoting any company or companies for the purpose of acquiring all or any of the property, rights and liabilities of the Company or for any other purpose which may seem directly or indirectly calculated



to benefit the Company and to place or guarantee the placing of, underwrite, subscribe for or otherwise acquire all or any part of the shares, debentures or other securities of any such other company.

23. To set up branch offices, agencies, depots, showrooms in or outside India for the purposes of the business of the Company.
24. To sell, lease, mortgage, lend or otherwise dispose of the property, assets or undertaking of the Company or any part thereof for such consideration as the Company may think fit, and in particular for shares, stock debentures, or other securities of any other company whether or not having objects altogether or in part similar to those of the Company.
25. To act as agents or brokers and as trustees for any person or company and to undertake and perform sub-contracts and to do all or any of the above things in any part of the world, and either as principals, agents, trustees, contractors or otherwise and either alone or jointly with the others, and either by or through agents, sub-contractors, trustees or otherwise.
26. To form, incorporate or promote any Company or Companies, whether in India or elsewhere, having amongst its or their objects the acquisition of all or any of the assets or control, management or development of the Company or any other objects or object which in the opinion of the Company could or might directly or indirectly assist the Company in the management of its business or the development of its properties or otherwise prove advantageous to the Company and to pay all or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or Company in any manner it shall think fit for services rendered or to be rendered in obtaining subscriptions for or placing or assisting to place or to obtain subscriptions of or for guaranteeing the subscriptions of or for the placing of any shares in the capital of the Company or any bonds, debentures, obligations or securities of the Company or any stock, shares, bonds, debentures, obligations or securities of any other Company held or owned by the Company or in which the Company may have an interest or in or about the information or promotion of the Company or the conduct of its business or in or about the promotion or formation of any other company in which the Company may have an interest.
27. To refer to arbitration and to institute, defend, compromise, withdraw or abandon any legal or other proceedings and claims by or against the Company, its officers or otherwise concerning the affairs of the Company.
28. To make donations to such persons or institutions, either cash or any other assets as may be thought directly or indirectly conducive to any of the Company's objects or otherwise expedient, and in particular to remunerate any person or corporation introducing business to this Company, and to subscribe or guarantee money for charitable or benevolent objects or for any exhibitions or for any public objects and establish and support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences for the benefit of the employees or of the persons having dealings with the Company or the dependents, relatives or connections of such persons, and in particular friendly or other benefit societies and to grant pensions, allowances, gratuities and bonuses either by way of annual payment or a lump sum, and to make payments towards and form and contribute to Provident and other benefit funds to or for such persons.



29. To adopt such means of making known services, business, interest of the Company as it may deem expedient and in particular by advertising in the press, radio, television, and cinema, by circulars, by purchases, construction and exhibitions of work or at general interest by publication of books and periodicals, and by granting prizes, rewards and donations subjects to section 293A of Companies Act, 1956.
30. To undertake and execute any trust, the undertaking of which may seem to the company desirable and either gratuitously or otherwise and vest any real or personal property, rights or interest acquired by or belonging to the company in any person or company or companies on behalf of or for the benefit of the company and with or without any declared trust in favour of the company for the purpose of the business of the company.
31. In the event of winding up, to distribute all or any of the Company's assets to the members in specie or kinds or any proceeds or sales or disposal of any property of the company, subject to the provisions of the Companies Act, 1956.
32. To sell, lease, rent, grant licenses, easements and other rights over and in any other manner deal with or dispose of the undertaking, property, assets, rights and effects of the Company, or any part thereof for such consideration the Company may think fit;
33. To conceive, design, develop, set up and maintain an integrated techno township, technology parks, software parks, cyber city and to carry on business of all related services and allied activities relating thereto;
34. To pay for any property or rights acquired by the Company either in cash or by the issue of fully or partly paid shares or by the issue of the securities or partly in one mode or partly in another and on such terms as may be determined;
35. To obtain any information as to any invention 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 or may appear likely to be advantageous or useful to the Company and to use, exercise, develop or grant licenses, privileges in respect or otherwise turn to account the property rights or information so acquired and to assist, encourage and spend money in making experiments of all inventions, patents and rights which the Company may acquire or propose to acquire;

C. OTHER OBJECTS:

36. To act as electricians, electrical and mechanical engineers, consultant, adviser for the projects relating to generation, storage, accumulation, transmission, distribution, supply, purchase, sale, exchange, export, import and trading of electricity power and other sources of energy and to carry on experiments, research and development in the field of generation of electricity, Power and other source of Energy whether conventional or non conventional anywhere in India or abroad;
37. To acquire by purchase, lease, concession, grant licence or otherwise, such lands, buildings, minerals, waterworks plants, machinery, stock in trade, stores and spare parts, rights, privileges, easements and other property as may from time to time be deemed necessary for carrying on the business of the Company, and to build or erect upon any land of the Company howsoever acquired such manufacturing

workshops, warehouse offices, residences and other buildings and to erect such roads, tramways, railways branches, or siding ways, bridges, water courses, hydraulic works;

38. To erect, build, construct, alter, equip, maintain or replace and to manage buildings, factories, sheds, offices, warehouses, workshops, stores, dwellings, mills, shops, roads, tanks, waterworks and other works and conveniences which may seem necessary for the purpose of the Company;
39. To take or otherwise acquire, hold or sell shares, stocks, debentures or other securities of or interests in any other Company having purposes altogether or in part similar to those of this Company or carrying on any business capable of being conducted so as directly or indirectly to benefit this Company;
40. To form, incorporate or promote any Company or companies, whether in India- or in any foreign country having amongst its or their purposes the acquisition of all or any of the assets or control, management or development of the Company or any other purposes or purpose which in the opinion of the Company could or might directly or indirectly assist the Company in the management of its business or the development of its properties or otherwise prove advantageous to the Company and to pay all or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or Company in any manner it shall think fit for services rendered or to be rendered in obtaining subscriptions for or placing or assisting to place or to obtain subscriptions for or for guaranteeing the subscription of the placing of any shares in the capital of the Company or any bonds, debentures, obligations or securities of the Company or any stock, shares, bonds, debentures, obligations or securities of any other Company held or owned by the Company or in which the Company may have an interest or in or about the formation or promotion of the Company or the conduct of its business or in or about the promotion or formation of any other Company in which the Company may have an interest;
41. To do all or any of the above things in any part of the world and either as principals, agents, trustees or otherwise, and either alone or in conjunction with others and by or through agents, sub-contractors, trustees or otherwise;
42. To do all such things as are incidental or in the opinion of the Company conducive to the attainment of all or any of the object(s) mentioned in the Memorandum of Association;
43. To carry on the business of colonisers, developers of modern multi-dimensional residential township, commercial complexes, and providers of hi-tech infrastructural facilities, telecommunication facilities including but not limited to optical fibre telephone exchanges, earth-stations, bandwidth data communication facilities, power, roads, water and drainage systems;
44. To payout of funds of the Company all costs, charges and expenses which the Company may lawfully pay for the promotion of any project of any nature and payment of technical 'fees' or with respect to the promotion, formation establishment and registration of any Company and/or the issue of its capital or which the Company shall consider to be preliminary, including there in the cost of



printing and stationery, brokers fees and lawyers or any other experts fees and expenses attendant upon the formation of agencies, branches and local board;

45. To enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint venture or reciprocal concession with any person or persons, partnership firm/firms, or company or companies carrying on or engaged in any business or transaction which the company is authorised to carry on or engaged in;
46. To purchase or otherwise acquire, any land, plot(s) of land or immovable property or any right or interest therein either singly or jointly or in partnership with any person(s) or body corporate or partnership Firm and to develop and construct thereon commercial complex or complex(es) either singly or jointly or in partnership, comprising offices for sale or self use or for earning rental income thereon by letting out individual units comprised in such building(s);
47. To purchase, sell and otherwise carry on the businesses of builders, contractors, engineers, Estate agents, decorators, surveyors, Merchants and dealers in stone, sand cement, bricks, timber, iron and steel, hardware and other building requisites, bricks and tiles and terra cotta markers, job makers, carriers, house and estate agents;




IV. The liability of the members is limited.

**V. The Authorised Share Capital of the Company is 12,00,00,000/- (Rupees Twelve Crores only) divided into 1,20,00,000 (One Crores Twenty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each.

** Altered vide Ordinary Resolution passed at the Extra-Ordinary General Meeting held on 15th February, 2021.



We, the several persons whose names and addresses are subscribed, hereunder are desirous of being formed into a company in pursuance of this **MEMORANDUM OF ASSOCIATION** and we respectively, agree to take the number of shares in the capital of the Company set opposite to our respective names

Names, addresses, descriptions and occupations of subscribers	Signature of subscribes	No. of Equity Shares	Signature(s) of witnesses and his/their names, addresses, descriptions and Occupation.
1) NAME: → PRAVIN CHOUDHARI S/O: → NAVALCHAND CHOUDHARI ADD: → 304, HIRI LAYOUT LAKADGANJ, NAGPUR, MAHARASHTRA 440008		5000 Five Thous- and Equity Shares	Witness to all subscribers Name: Chandra Kant Nimye S/O: Srinivasa Kant Nimye Field: Vinoba Bhawan Nagpur occp: Business Sign: 
2) NAME: → JAYESH CHOUDHARY S/O: → PRAVIN CHOUDHARY ADD: → 1327 DESHPANDE LAYOUT WARDHAMAN NAGAR NAGPUR MAHARASHTRA 440008		5000 Five Thous- and Equity Shares	(Continued from above witness details)
	Total	10,000 Ten Thous- and Equity Shares	

Place: Nagpur
 Dated: 10/10/2013

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