

BN HOLDINGS LIMITED

(FORMERLY ARIHANT TOURNESOL LIMITED)

CIN No: L15315MH1991PLC326590

REGD. OFFICE: 217, ADANI, INSPIRE-BKC, SITUATED G BLOCK, BKC MAIN ROAD, BANDRA
KURLA COMPLEX, BANDRA EAST, MUMBAI, MAHARASHTRA, 400051
CORPORATE ADDRESS: - 1ST FLOOR, B.N. CORPORATE PARK, PLOT NO. 18, NOIDA -135, GAUTAM
BUDDHA NAGAR, UTTAR PRADESH-201304.

Ph: 022-69123200; Mb.: +91 9958822310 | W:-www.bn-holdings.com|E:corporate@bn-holdings.com

Date: December 18, 2023

To,
BSE Limited.
Corporate Relation Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001
Maharashtra, IN

Scrip Code: 526125

ISIN: INE00HZ01011

Dear Sir/Madam

Sub: Intimation of Alteration in Memorandum under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirement), Regulations, 2015 (“Listing Regulations”).

With reference to the above captioned subject and in compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with its Part A of Schedule III, this is to inform you that the company's authorised share capital has been increased and accordingly Clause V of Memorandum of Association of the Company has been amended.

Please find enclosed herewith amended Memorandum of Association of the company.

You are requested to kindly take the above information on your records.

Thanking You.

Yours faithfully,

For BN HOLDINGS LIMITED

REETIKA

MAHENDRA

Digitally signed by REETIKA
MAHENDRA
Date: 2023.12.18 14:29:14
+05'30'

Reetika Mahendra

Company Secretary and Compliance Officer

MEMORANDUM AND ARTICLES OF ASSOCIATION

OF

BN HOLDINGS LIMITED

(FORMERLY ARIHANT TOURNESOL LIMITED)

CIN: L15315MH1991PLC326590



प्रारूप • आई • आर •
Form I. R.

निगमन का प्रमाण-पत्र

CERTIFICATE OF INCORPORATION

ता. का सं.
No. 11-61079 of 1991

मैं एतद्वारा प्रमाणित करता हूँ कि आज

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

I hereby certify that **ARIHANT OIL MILLS PRIVATE LIMITED**

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

मेरे हस्ताक्षर से आज ता. को दिया गया।

Given under my hand at **BOMBAY** this **EIGHTH**

day of **APRIL**.. One thousand nine hundred and **NINETYONE**



(Signature)
(B.L. PANIGAR)
कम्पनियों का रजिस्ट्रार

ADDL. Registrar of Companies
Maharashtra

NO. 11-61079

CERTIFICATE OF CHANGE OF NAME
UNDER THE COMPANIES ACT, 1956.

In the matter of ARIHANT OIL MILLS PRIVATE LIMITED

I do hereby certify that pursuant to the provisions of section 23 of the Companies Act, 1956 and the Special Resolution passed by the company at its ~~Annual~~/Extra-Ordinary General Meeting on 10TH MARCH, 1992 the name of ARIHANT OIL MILLS PRIVATE LIMITED has this day been changed to ARIHANT OIL MILLS LIMITED

And that the said company has been duly incorporated as a company under the provisions of the said Act.

Dated this THIRD day of JUNE One thousand nine hundred and ninety two.



G. Srinivasan
(G. SRINIVASAN)
REGISTRAR OF COMPANIES,
MAHARASHTRA, BOMBAY

FRESH CERTIFICATE OF INCORPORATION
CONSEQUENT ON CHANGE OF NAME.

IN THE OFFICE OF THE REGISTRAR OF COMPANIES, MAHARASHTRA, BOMBAY.

In the matter of* ARIHANT OIL MILLS LIMITED

I hereby approve and signify in writing under section 21 of the Companies Act, 1956 (Act I of 1956) read with the Govt. of India, Dept. of Company Affairs, Notification No.GSR 507E dated the 24th June, 1985 the change of name of the company:-

FROM ARIHANT OIL MILLS LIMITED

To ARIHANT TOURNESOL LIMITED

AND I hereby certify that ARIHANT OIL MILLS LIMITED

which was originally incorporated on EIGHTH day of APRIL 1991

under the** COMPANIES Act, 1956 and under the name: ARIHANT OIL MILLS PRIVATE LIMITED

having duly passed the necessary resolution in terms of section 21/22(1)(a)/22(1)(b) of the Companies Act, 1956 the name of the said company is this day changed to: ARIHANT TOURNESOL LIMITED

and this certificate is issued pursuant to sec.23(1) of the said Act.

GIVEN UNDER MY HAND AT BOMBAY THIS TWENTYFIFTH DAY OF JUNE 1992.

(One thousand and nine hundred ninety-two and THREE)

(Signature)
(S.K.MANDAL)

ADDL. REGISTRAR OF COMPANIES,
MAHARASHTRA, BOMBAY



*1. Here give the name of the company as existing prior to change.
*2. Here give the name of the Act() under which company was originally registered and incorporated.



सत्यमेव जयते

GOVERNMENT OF INDIA

MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies

Everest, 100 Marine Drive, Mumbai, Maharashtra, India, 400002

Corporate Identity Number: L15315MH1991PLC32659C

SECTION 12(5) OF THE COMPANIES ACT, 2013

**CERTIFICATE OF REGISTRATION OF THE ORDER OF REGIONAL DIRECTOR CONFIRMING TRANSFER OF
THE REGISTERED OFFICE WITHIN THE SAME STATE**

"M/s ARIHANT TOURNESOL LIMITED" having by Special Resolution altered the provisions of its Memorandum of Association with respect to the place of the registered office by changing it from the jurisdiction of RoC - Pune, Pune to the jurisdiction of RoC - Mumbai, Mumbai and such alteration having been confirmed by an Order of the Regional Director and Form INC-22 filed in this office on 22/05/2019.

I hereby certify that a certified copy of the said order has this day been registered.

Given under my hand at Mumbai this Eleventh day of June Two thousand nineteen V T SAJEEVAN.

DS Ministry
of Corporate
Affairs 23

V T SAJEEVAN

Registrar of Companies
RoC - Mumbai

Mailing Address as per record available in Registrar of Companies office:

ARIHANT TOURNESOL LIMITED

PLOT NO. B-3, IN FRONT OF SHAKTI TYRES, MIDC PH-1,, AKOLA - 444001, AKOLA, Akola,
Maharashtra, India, 444001





**GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS**

Office of the Registrar of Companies

100 Everest Building, Mumbai, India, Everest 100, Marine Drive, Maharashtra, 400002

Certificate of Incorporation pursuant to change of name

[Pursuant to rule 29 of the Companies (Incorporation) Rules, 2014]

Corporate Identification Number (CIN): **L15315MH1991PLC326590**

I hereby certify that the name of the company has been changed from ARIHANT TOURNESOL LIMITED to BN HOLDINGS LIMITED with effect from the date of this certificate and that the company is Company limited by shares.

Company was originally incorporated with the name ARIHANT TOURNESOL LIMITED

Given under my hand at Mumbai this TWENTIETH day of APRIL TWO THOUSAND TWENTY THREE

Signature **Not Verified**

Digitally signed by
*.mca.gov.in

Date: 2023.04.20 15:49:07 IST

Ajay Pawar

Assistant Registrar of Companies/ Deputy Registrar of Companies/ Registrar of Companies

ROC Mumbai

Note: The corresponding form has been approved by Ajay Pawar, Registrar of Companies, ROC Mumbai and this order has been digitally signed by the Registrar of Companies through a system generated digital signature under rule 9(2) of the Companies (Registration Offices and Fees) Rules, 2014.

Mailing Address as per record available in Registrar of Companies office:

BN HOLDINGS LIMITED

PLOT NO. B-3, IN FRONT OF SHAKTI TYRES, MIDC PH-1, AKOLA - 444001, NA, AKOLA, Akola-444001, Maharashtra, India

Note: This certificate of incorporation is in pursuance to change of name by the Company and does not affect the rights and liabilities of stakeholders pursuant to such change of name. It is obligatory on the part of the Company to display the old name for a period of two years along with its new name at all places wherever a Company is required to display its name in terms of Section 12 of the Act. All stakeholders are advised to verify the latest status of the Company and its Directors etc and view public documents of the Company on the website of the Ministry www.mca.gov.in/MCA21



MEMORANDUM OF ASSOCIATION

OF

BN HOLDINGS LIMITED

BY SHARES

REGISTERED UNDER THE COMPANIES ACT, 1956

The following clauses comprised in these Memorandum of Association were adopted as per Table A of Companies Act, 2013 and pursuant to members special resolution passed at the Annual General Meeting of the Company held on September 30, 2021 in substitution for the earlier Memorandum of Association and of the Company.

The name of the company has changed from 'Arihant Tournesol Limited' to 'BN Holdings Limited' pursuant to the approval of shareholders in their Postal Ballot meeting dated April 05, 2023 Further the Registrar of Companies has issued a fresh Certificate of Incorporation dated April 20, 2023 for change in name of the Company.

- I The name of the Company is BN HOLDINGS LIMITED
- II The Registered Office of the Company will be situated in the State of Maharashtra
- III A) MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON INCORPORATION:
 1. To acquire and hold controlling and other interests in the share or loan capital of any company or companies Carrying on or proposing to carry on business of trading, manufacturing, purchase, import, export, sell, process or deal in seeds and agricultural produce or agricultural resources, of any description related to food products and beverages.
 2. To carry on the business in cash & carry wholesale trading, manufacturing, purchase, import, export, sell, process or deal in seeds and agricultural produce or agricultural resources, of any description related to food products and beverages like grains, rice, wheat, cotton, jute, coffee, tea, tobacco, rubber, oil seeds, pulses, vegetable products, sugar cane, sugar, sugar products, vanaspati oils, palm oils, hydrogenated ghee, vegetable oils, butter, all kind of edible and non edible oils, cotton products such as fibres and fabrics, cocoa, rubber, jute, soyabean, pulses, oil seeds and any other products manufactured from any agricultural or natural resources and manufacture, process to build integrated supply chains in the aforementioned commodity sectors.
 3. To carry on the business of manufactures, cultivators, millers, grinders, processors of all oils, and solvents, seeds, Soya beans butts, sugar, cotton, Iron Ore and Coal to extract and refine all bye-products, derivatives like edible oil, medical oil from such products and allied products and to deal in, buy, sell, market, distribute, trade, import, export in all the aforesaid products.
 4. To carry on business as manufacturers and packers of and dealers in foodstuffs of all description for human and animal use, including extruded foods and cereals, textured soya protein foods, frozen processed foods, all of which shall be formulated to contain fruit or vegetable products including other nutrients, including those suitable or deemed to be suitable for infants, growing children, adults and convalescents and/ or for the general public.
 5. To manufacture, buy, sell, prepare for market and deal in farinaceous foods of all kinds and in particular biscuits, breads, cakes and, confectionery and foods of every description suitable for infants.
 6. To carry on business as bakers and confectioners and to manufacture, buy, sell, refine, prepare, grow, import, export and deal in provisions of all kinds both wholesale and retail and whether solid or liquid.

ANUBHAV Digitally signed by
AGARWAL ANUBHAV AGARWAL
Date: 2023.12.18
13:39:06 +05'30'

7. To carry on business as manufacturers of, and importers and exporters of agricultural, farm, garden and dairy produce, provisions, stores and merchandise of all kinds including processed foods, natural and synthetic milk, casein and its allied products, and all products and substances of any description derived by processing, manipulation or treatment of agricultural, farm, garden and dairy produce in any manner whatsoever.

B) OBJECTS INCIDENTAL OR ANCILLARY TO ATTAINMENT OF MAIN OBJECT

8. To act as manufacturers, agents/ distributors of Glycerine and Soap, and to act as growers of Oil Seeds and as Oil Millers.
9. To purchase and/or otherwise acquire and undertake the whole or any part of the business property, rights and liabilities of any person, firm or body, corporate, carrying on or proposing to carry on any business which this Company is authorised to carry on, or possessed of property or rights suitable for any of the purposes of the Company or which can be carried on in conjunction therewith or indirectly to benefit the company in attaining main objects and to purchase, sell and deal in property share, stocks, debenture stocks, of any such person, firm or body corporate and to conduct make or to carry into effect arrangements in regard to the winding up of the business of any such persons, firm or body corporate.
10. To acquire, build, construct, alter, maintain, enlarge, pull down remove or replace and to work, manage, and control any building, office, factories, mills, shops, machinery, engines, road, railway, siding reservoirs, water resources, electric works and other works and conveniences which may seem calculated directly or indirectly to advance the main objects of the company and to join with any other person or company In doing any of these things.
11. To manufacture, refine, manipulate, export, produce, plant cultivate, buy, sell, transport, process, to act as distributors, agents, contractors or otherwise deal in all kinds of chemicals, varnishes, lacquers, turpentine, resins, synthetic resins, plasticizers, adhesives, shellac products, waxes, dry colours, laminated sheets, dimer acids, polyamines, timber etc.
12. To carry on the job works, relating to manufacturing of oils, chemicals, petro-chemicals, paints, varnishes, lacquers or any by products in oil industries such as oil cake, ester gums, and other gums, resins, waxes, dry colours, dimer acids.
13. To purchase, take on lease or tenancy or in exchange hire, take options over otherwise acquire for any estate or interest whatsoever and to hold develop, work; cultivate deal with and turn to account, concessions, grants, decrees, privileges, claims, options, leases, property real or personal or rights or powers of any kind which may appear to be necessary or convenient for main objects of the Company.
14. To acquire from any person, firm or body corporate or unincorporate whether in India or elsewhere technical information, knowhow processes, engineering, manufacturing and operating data, plants, layouts and blue prints useful for the design, erection and operation of plant required for the business and other rights and benefits In the foregoing matters and things.
15. To sell, exchange, mortgage, let on lease, royalty or tribute, grant licences, easements options and other rights over and in any other manner deal with or dispose of the whole or any part of the undertaking property, assets rights and effects, of the Company for such consideration as may be thought fit and in particular for stocks, shares, whether fully or partly paid up debentures or securities of any other body corporate manner deal with or dispose of the whole or any part of the undertaking property, assets rights and effects, of the Company for such consideration as may be thought fit and in particular for stocks, shares, whether fully or partly paid up debentures or securities of any other body corporate.
16. To pay for any rights or property acquired by the company and to remunerate any person, firm or body corporate rendering services to the Company either by cash payment or by allotment to him or them of shares securities of the Company credited as paid up in full or in part or otherwise.
17. To borrow or raise or secure payment of money from any Bank or Banks or any other persons for the purpose of the company's business in such manner and on such terms and conditions and with such rights' powers and privileges as the company thinks fit.

18. To establish and maintain local registers, agencies and branch places of business and procure the Company to be recognised and carry on business In any part of world, subject to law in force.
19. To guarantee the performance of any contract or obligation of and interest on any stock, shares or securities of any company, corporation, firm: or person in any case in which such guarantee may be considered likely directly or indirectly to further the objects of the Company or the Interests of its shareholders.
20. To guarantee the payment of money unsecured or secured by or payable under or in respect of promissory notes, bonds, debentures, debenture stock, contracts mortgages, shares, obligations, instruments and securities of any company or any authority supreme, municipal, local or otherwise or of and persons whosoever, whether incorporated or not, Incorporated and generally to guarantee or become sureties for the performance of any contracts or obligations.
21. To subscribe for, underwrite, acquire, hold, sell end otherwise deal in shares, stock, debentures, debenture-stock, bonds, mortgages, obligations and securities of any kinds issued or guaranteed by any company (body corporate - or " undertaking) of whatever nature and where so ever debenture-stock, bonds, mortgages, obligations and other securities issued or guaranteed by the government, sovereign ruler, commissioners, trust, municipal, local or other authority or body of whatever nature, whether in India or elsewhere for attainment of the main objects of the Company.
22. To lend and advance money, not immediately required either with or without security and give credit to such person (including government) and up on such terms and conditions as the company may think fit but the company shall not do the Banking - business as defined under Banking Regulations Act, 1949.
23. To receive money on deposit or loan and borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures or debentures stock (perpetual or otherwise) and to debenture, or debentures of any money borrowed, raised or assets of mortgage charge, or lien upon all or any of the property or owing by 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 person or company as the case may be, provided the Company shall not carry on the business of Banking as defined under Banking Regulation Act, 1949.
24. To open Current, Fixed, Saving or other accounts with any bank, bankers, shroff or merchant and pay into and to draw money from such accounts.
25. Subject to the provisions of Section 58-A of the Companies Act, 1956 and directions of Reserve Bank of India issued from time to time and rules made there under to. receive money for business purposes of the Company or deposit or loan and borrow or raise money in such manner as the company shall think fit and to secure the repayment of money borrowed raised or owing by mortgage charge or lien (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 of company as the case may be provided the company will not do Banking business as defined under the Banking Regulation Act, 1949.
26. To draw, make, endorse, accept, discount, negotiate execute and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and other - negotiable or transferable Instruments or securities.
27. To apply for, purchase or otherwise acquire and protect prolong and renew, whether in India or elsewhere any patents, rights, brevents, invention, trademark, designs, licenses, protections, concessions and the like conferring any exclusive or non-exclusive or limited rights to use: any secret or other information as to any invention, process or privilege which may seem capable of being used for any purposes of the Company or the acquisition of which may seem calculated directly or indirectly to benefit the Company to use, exercise develop, manufacture under or grant licences or ?privileges in respect of or otherwise turn to account, the property, rights and information so acquired and to carry on any business in any way connected therewith subject to law in force.
28. To expend money In experimenting on and testing and improving or seeking to improve any patents, rights, Inventions, discoveries, processes or information of the- Company or which the Company may acquire or propose to acquire in furtherance of the main objects.
29. To establish, provide maintain and conduct or otherwise subsidise research laboratories and experiments and to undertake and carry on with all scientific and technical researches experiments and test of all kinds and

promote technical investigations and inventions by providing, subsidising, endowing or assisting laboratories, workshops, libraries, lectures meetings and conference and by providing for the awards and exhibitions, scholarships, prizes and grants to students or otherwise and generally to encourage, promote and reward studies, researches investigations of any kind that may be considered likely to assist any of business which the Company is authorised to carry on.

30. To form, incorporate or promote 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 pro advantageous to the incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think first for services rendered or to be rendered in obtaining subscription for placing or assisting to place or to obtain subscription of or to for guaranteeing the subscription of or the placing of any shares in the capital of the company or any bonds, debentures, obligation or securities of the company held or own by the company or in which the company may have interest or in or about the formation or promotion of the company or the conduct of its business or about the promotion or formation of any other company in which the company may have an interest.
31. To enter into any arrangements and take all necessary or proper steps with Government or with other authorities supreme, national, local, municipal or otherwise of any place in which the company may have interest and carry on any negotiation or operations for purpose of directly or indirectly carrying out the objects of the Company or effecting any modification in the constitution of the Company or furthering the interests of its members and to oppose any such steps taken by any other company, firm or person which may be considered likely directly or indirectly to prejudice the interests of the Company or its members and to promote or: assist the promotion whether directly or indirectly of any legislation which may. appear to be in the interest of the Company lawfully oppose and resist whether directly or indirectly, any legislation which may seem disadvantageous to the Company and to obtain from any such Government authority or any company, any charters, contracts, decrees, rights, grants, loans, privileges or concessions which the Company may think it desirable to obtain and carry out exercises, and comply with any such arrangements, charters, contracts, decrees, rights, privileges or concessions in furtherance of main objects.
32. Subject to the provisions of the Companies Act, 2013, to amalgamate, absorb or to enter into partnership Dr any arrangement for sharing profits, union of interests, cooperation, joint venture or reciprocal concessions with any person or persons or company or companies carrying on or engaged in any business or transaction which this Company is authorised to carry on or engage in.
33. To adopt such means of making known the business of the Company as may seem expedient and in particular by advertising in the press, by circulars, by purchase, and exhibition of works of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations.
34. To create any depreciation fund, reserved, insurance fund, sinking fund, or any other special fund whether for depreciation or repairs, replacement, improvement, extension or maintenance of any of the properties of the Company or by way of Development Rebate Reserve, Investment Reserve or for redemption of debentures or redeemable preference shares of for any other purpose conducive to the interests of the Company.
35. To assist any other company under the same management within the meaning of the Companies Act 2013, or any statutory modification thereof, in any manner and to any extent including the giving of loan and guarantees or the providing of securities of any kind whatsoever in connection with any loan given to the latter by any person firm or body corporate.
36. 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 in any person or Company on behalf of or for the benefit of the Company, and with or without and declared trust in favour of the Company.
37. To aid peculiarly or otherwise, any association, body or movement having for an object the solution, settlement, or surmounting of industrial or labour problems or troubles or the promotion of industry or trade.
38. To subscribe, contribute or otherwise to assist or guarantee money for any national, charitable, benevolent, public object or for any exhibitions, subject to the provision of the Companies Act, 2013.

39. To establish and maintain to procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefit of, and give or procure -he 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 of any such subsidiary company or who are or were any time Directors or officers of the Company or of any 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, clubs or funds calculated to be for the benefit of or to advance the interest and wellbeing of the Company or of any such other company as aforesaid and make payments towards the insurance of any such person as aforesaid and do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.
40. To distribute among the members in specie any property of the Company, or any proceeds of sale or disposal of any property of the Company, subject to provisions of Companies Act in the event of winding-up.
41. To manage lands, buildings, houses and any other property belonging to the company and to collect rents and income and supply of tenant and occupiers of all kinds of conveniences and advantages.
42. To institute and to defend any suit, appeal, application for review or revision or any other application of any nature whatsoever to take out executions, to enter into agreements of reference to arbitration and to enforce and where need be to contest any awards and for all such purpose to engage or retain counsels, attorneys and agents and when necessary to remove them.
43. To accept donations, gifts, with or without such conditions, restrictions, obligations, stipulations and liabilities as are not derogative to the provisions of any law.
44. (a) To undertake, carry out, promote and sponsor rural development including any programme for promoting the social and economic welfare of, or the uplift of the public in any rural area and to incur any expenditure on any programme of rural development and to assist execution and promotion thereof either directly or through an independent agency or in any other manner. Without prejudice to the generality of the foregoing, "programme of rural development" shall also include any programme for promoting the social and economic welfare of or the uplift of the public in rural areas likely to promote and assist rural development and that the words rural area shall include such areas as may be regarded as rural areas under the Income Tax Act, 1961 or any other law relating to rural development for the time being in force may be regarded as rural areas and, in order to implement any of the above mentioned objects or purposes, transfer without consideration or at such fair or concessional value subject to the provisions of the Companies Act, 2013, divas, the ownership of any property of the. Company to/or in favour of any public or local body or authority or central or state government or any public institution or trusts or funds.

(b) To undertake, carry out promote and sponsor or assist any activity for the promotion and growth of national economy and for discharging social and moral responsibilities of the Company to the public or any section of the public as also any activity likely to promote national welfare or social, economic or moral uplift of the public or any section of the public or any section of the public and in such manner and by such means undertake, carry out, promote and sponsor any activity for publishing books literature, newspaper or for organising lectures or seminars likely to advance these objects or for giving merit awards for giving scholarships loans or any other assistance, to deserving students or other scholars or persons to enable them to prosecute their studies or academic pursuits or researches and for establishing, conduct or assisting any institutions, funds, trusts having any one of the aforesaid objects by giving donations or otherwise in any other manner, and in order to implement any of the above mentioned object or purposes, transfer without consideration or at such fair or concessional value and subject to the provisions of the companies act, 2013 divest the ownership of any property of the company to or in favour of any public institutions or trusts or funds.
45. To establish, provide, maintain and conduct or otherwise subsidise research centres or laboratories and experimental workshops for scientific and technical researches and experiments and to undertake and carry on all scientific and technical researches, experiments and tests of all kinds and to promote, subsidise or pay for studies and researches, both scientific and technical investigation and inventions by providing, subsidizing, endowing or assisting Laboratories, workshops, libraries, lectures, meetings and conferences and by providing the remuneration of scientific or technical professors or teachers and by establishing, under writing or providing for scholarships prizes, grants and subsidies to students or otherwise and to encourage, promote and reward studies, researches, investigation, experiments tests and inventions of any kind that may be considered likely to assist any of the above businesses of the Company including assisting and setting up of

ancillary and other units in establishing plants for the manufacturer of the products authorized by the provisions of this Memorandum of Association.

46. For the purpose of or in connection with any issue of shares, debentures or other securities of the Company, to employ any person, firm or company as brokers, commission agents, financial consultants, under-writers and managers to the issue and to provide for the remuneration of such persons for their services by payment in cash whether by way of commission or otherwise or by the issue of shares, debentures or other securities of the Company or by the granting of options to take the same or in any manner allowed by law.
47. To undertake financial and commercial obligations, transactions and operations of all kinds in connection with business of the Company.
48. To aid pecuniary or otherwise, any association, body or movement having for an object the solution, settlement or surmounting of industrial or labour problems or troubles or the promotion of industry or trade in general.
49. To act as consultants - technical financial, commercial, personnel managerial; marketing, purchasing, quality control, operational and for projects, in any manner or form whatsoever, either in advisor) or any other capacity, either by itself solely or in conjunction with other units, so as to render services emanating from above referred activities either directly or otherwise, beneficial and expedient for the furtherance of the objects of the Company.
50. To do all or any of the matters and things hereby authorised whether alone or in conjunction with others as principals, agents. Trustees contractors, licensees or otherwise or by or through any principals trustees, agents, sub-contractors or otherwise.
51. To adopt and undertake the financial, commercial and such other contractual obligations as might have been undertaken by such persons. Firms or companies as Promoters or otherwise for the benefit of this Company before its incorporation and pay out of the Company's funds, the cost and expenses incurred to such persons. Firms or companies as promoters or otherwise in connection with and/or matters relating to the said obligations, such obligations as may be undertaken by this company shall be as valid and effectual as if these were undertaken by the Company after incorporation.
52. To sign, complete and enter into all contracts, deeds, documents and/or any other instrument in writing to implement and/or in regard to any object of the company and/or purposes that are thought fit and conducive to all or any of the objects and /or purposes of the company.
53. To provide housing, educational, recreational and other amenities and facilities for employees or ex-employees and such other persons as the Company may deem expedient including directors, and their wives, widows, families and dependents and to establish or subscribe to or subscribe any institutions, associations, clubs or funds, calculated for the benefit of or to advance the interest and wellbeing of such persons, the Company, or its members and to make payments to or towards the medical expenses or insurance of any such persons as aforesaid either alone or in conjunction with any other company allied to or associated with or the subsidiary(ies) of the Company.
54. To take or concur in taking all such steps and proceedings as may be deem necessary and expedient to uphold and support the, credit of the Company and to obtain and justify public confidence to avert or minimise financial circumstances which might affect the Company.
55. To sell any patent rights or privileges belonging to the company or which may be acquired by it, or any or any interest in the same and to grant licenses for the use and practice of the same or any of them and or let and allow to be used or deal with any inventions patents or privileges in which the company may be interested and to do all such acts and things as may be deemed expedient for tuning to account any inventions, patents and privileges in which the company may be interested.
56. Subject to the provisions of Companies Act, 2013, to indemnify members, officers directors; secretaries and servants of the company against proceedings costs damages claims and demands in respect of anything done by them for and in interest of the company or for any loss or damages, or misfortune whatsoever, which shall happen in the execution of duties of their office Orin relation thereto.

57. To do all or any of the above things, either as principals, agents trustees, contractors or otherwise, and either alone or in conjunction with others, and either by or through agent, subcontractors, trustees or otherwise; in connection with the business of the company.
58. To sell purchase or otherwise deal in any goods, articles, products, things or services and to carry on business as merchants, trades and dealers in any goods, commodities articles and things whatsoever in or outside India and generally to carry on business as exporters, importers and dealers.
59. To carry on business of advertising contractors and agents.
60. To undertake and transact at kinds of business related activities necessary for the operations of the Company.

IV. The liability of the member(s) is limited.

V. A) The Authorised Share Capital of the Company is Rs 62,00,00,000/-(Rs Sixty Two Crore Only) divided into 6,20,00,000 (Six Crore Twenty Lakhs Only) equity shares of Rs. 10 Each.

B) The Company shall have the power to increase, reduce, consolidate and divide, convert cancel, alter, sub divide or otherwise re-organise the capital in accordance with Article of Association of the Company and provisions of the Companies Act, 2013 as modified from time to time.

*The Authorised Share Capital of the company has been increased from Rs 28,00,00,000/-(Rupees Twenty Eight Crore) to Rs 62,00,00,000/-(Rupees Sixty Two Crore)' pursuant to the approval of shareholders in their Postal Ballot meeting dated December 16, 2023.

* The Authorised Share Capital of the company has been increased from Rs 10,00,00,000/-(Rupees Ten Crore) to Rs 28,00,00,000/-(Rupees Twenty Eight Crore)' pursuant to the approval of shareholders in their Postal Ballot meeting dated May 28, 2023

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

ANUBHAV Digitally signed by
AGARWAL ANUBHAV AGARWAL
Date: 2023.12.18
13:39:57 +05'30'

We, the several persons whose names and addresses are subscribed 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 our respective names:

Names, Addresses, Description and Occupation of Subscribers.	Signature of Subscriber	No. of Equity Shares taken by each Subscriber	Name, Address, description, occupation and signature of witness
<p>RAJIV KUMAR SETHI 216, Samudra Mahal, Dr. Annie Besant Road, Worli, Bombay - 400 018.</p> <p>BUSINESS</p>		10	<p>S.VAIDYANATHAN 34, B. Jolly Maker Chambers No. II, IIIrd Floor, Nariman Point, Bombay-400 021.</p>
<p>Mrs. VARSHA SETHI 216, Samudra Mahal, Dr. Annie Besant Road, Worli, Bombay-400 018.</p> <p>BUSINESS</p>		10	<p>S.VAIDYANATHAN 34, B. Jolly Maker, Chambers No. II, IIIrd Floor, Nariman Point, Bombay-400 021.</p>

Dated this 3rd day of April 1991