



TRANSCHEM LIMITED

May 24, 2019

To,
The Secretary
BSE Limited,
P. J. Towers,
Dalal Street, New Trading Ring,
Rotunda Building, Fort,
MUMBAI – 400 001

Dear Sir,

REF: COMPANY CODE NO. 500422.

Sub: Intimation Pursuant to Regulation 30 of SEBI (LODR) Regulations 2015

Please take note that Company has obtained consent of shareholders by way of Postal Ballot for alteration of object clause of Memorandum of Association on 23.03.2019 and accordingly the Clause 2 of the main object clause stands altered as:

- 2 To carry on the business of processors, refiners, preservers, bottlers, packers, in all natural, artificial, synthetic or chemical edible food products and to provide warehousing services to all business and industrial organizations.

Today company has received certificate from Registrar of Companies towards Registration of the Special Resolution Confirming Alteration of Object Clause(s).

Copy of altered Memorandum along with ROC certificate is attached herewith for your reference and record.

Kindly take the same on your record and acknowledge.

Yours faithfully,

For Transchem Limited

Neeraja Karandikar
Company Secretary (ACS 10130)

CIN : L24100MH1976PLC019327

Regd. Office : 304, Ganatra Estate, Pokhran Road No. 1, Khopat, Thane (W) 400 601.
Tel.: 022-2547 7077 Telefax : 022-2547 8601 E-mail : secretary@transchem.net Website : www.transchem.net

MEMORANDUM

OF

ASSOCIATION

OF

TRANSCHEM LIMITED

For TRANSCHEM LIMITED


COMPANY SECRETARY



सत्यमेव जयते

GOVERNMENT OF INDIA

MINISTRY OF CORPORATE AFFAIRS

Registrar of companies, Mumbai
Everest, 100 Marine Drive, Mumbai, Maharashtra, India, 400002

Corporate Identity Number: L24100MH1976PLC019327

SECTION 13(1) OF THE COMPANIES ACT, 2013

Certificate of Registration of the Special Resolution Confirming Alteration of Object Clause(s)

The shareholders of M/s TRANSCHEM LIMITED having passed Special Resolution in the Annual/Extra Ordinary General Meeting held on -- altered the provisions of its Memorandum of Association with respect to its objects and complied with the Section 13(1) of the Companies Act, 2013.

I hereby certify that the said Special Resolution together with the copy of the Memorandum of Association as altered has this day been registered.

Given under my hand at Mumbai this Twenty fourth day of May Two thousand nineteen.



URMILA PUNJA PARMAR

Registrar of Companies

RoC - Mumbai

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

TRANSCHEM LIMITED

304 GANATRA ESTATE, POKHRAN ROAD NO. 1, KHOPAT, THANE, Thane,
Maharashtra, India, 400601



THE COMPANIES ACT, 1956

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

TRANSCHEM LIMITED

- I. The name of the Company is **TRANSCHEM LIMITED**.
- II. The Registered Office of the Company will be situated in the State of Maharashtra.
- III. The Objects of which the Company is established are:

(A) MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION:

1. To carry on the business of producing, extracting, processing, manufacturing, treating, developing, converting, refining, retreating, purchasing, selling, importing, exporting, distributing and otherwise dealing in all types of herbal, medicinal plants, herbal extracts for cosmetics, medicines, pharmaceuticals, formulations, injectibles and food purpose, all natural products obtained from plants, animals, microbial, marine and other sources like vitamins, proteins, amino acids, antibiotics, anti-inflammatory and other bioactive compounds, enzymes, natural polymers, flavours and perfumery compounds, pigments, drug in intermediates, crude and pure compounds useful in production of drugs preparations obtained from their natural sources or modified/partially synthesized from isolated natural compounds and other related products and to deal in all or any kinds of drugs, medicines, chemicals, formulation, preparation of Ectoparasiticide, Pesticides, Fungicides, Weedicides, medical plants and all type of plantations, mixtures, powder, tablets, capsules, injections, oil Compounds, creams, scents, glycerin, detergent, glue, gelatin, scape, lotions, toilet goods, pigments and all kinds of pharmaceuticals, cosmetic and medicinal preparation and to research new product and molecule of the same.
- 2*. To carry on the business of processors, refiners, preservers, bottlers, packers, in all natural, artificial, synthetic or chemical edible food products and to provide warehousing services to all business and industrial organizations.

* Altered vide Special Resolution passed through Postal Ballot on 23/03/2019

(B) OBJECTS WHICH ARE INCIDENTAL OR ANCILLARY TO ATTAINMENT OF THE MAIN OBJECTS :

3. To carry on the business as analytical and research chemists and to undertake analytical and research work of any kind for the purpose of the attainment of the main objects.
4. To carry on the business of production, manufacture and preparation of any other materials which may be usefully and conveniently required for the manufacturing of chemical business of the Company.
5. To set up and carry on the business of designing, fabrication, erection and assembling of plants required for manufacture of dyes, chemicals and agro-chemicals, pesticides and manures.
6. To acquire from the Government of India, States and any other authorities, Supreme, State, Municipal, Local or otherwise any person any concessions, grants, rights, powers and privileges whatsoever, which may seem to the Company capable of being turned to account and to work, develop, carry out, exercise and turn to account the same.
7. To establish, provide, maintain, and conduct or otherwise subsidise research laboratories and experimental workshops for scientific and technical researches and experiments and to undertake & carry on scientific and technical researches, experiments and tests of all kinds to promote studies and researches, both scientific and technical, investigation and inventions by providing, subsidising, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing for the remuneration of scientific or technical professors, teachers or workers and by providing for the award of exhibitors, scholarships, prizes and grants to students or otherwise and generally to encourage, promote and reward studies, researches, investigations, experiments and inventions of any kind that may be considered likely to assist any of the business which the Company is authorised to carry on.
8. To apply for purchase or otherwise acquire and protect and renew in any part of the world any trademarks, trade names, copy-rights, patents, licences, concessions and the like conferring any exclusive or non-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 the Company and to use, exercise, develop or grant licences in respect of, or otherwise turn into account the property rights or information so acquired.
9. To improve, manage, develop, grant rights or privileges in respect of or otherwise deal with any of the property and rights of the Company
10. To amalgamate, enter into any partnership or into any arrangement for sharing profits or into any union of interests, joint adventures, reciprocal concession or co-operation with any person or persons, firm, Corporation, Government or Company or companies carry on, or engaged in or about to carry on or engage in or being authorised to carry on or engage in any business or transaction which this Company is authorised to carry on or engage in or any business or transaction capable of being conducted so as to directly or indirectly to benefit this Company.

11. To transact and carry on agency business of every kind in connection with the main object.
12. To purchase, acquire, take on lease or in exchange or in any other lawful manner any area, land, buildings, structures and to turn the same into account, develop the same and dispose, of or maintain the same.
13. To buy, sell, manufacture, repair, alter, improve, exchange, let on hire, import, export and deal in all works, plant, machinery, tools, utensils appliances, apparatuses, products, material substances, articles and things capable of being used in any business which the Company is competent to carry on or commonly dealt with in by persons engaged in any such business or which may seem capable of being profitably dealt with in connection therewith and to manufacture, experiment with, render marketable and deal in all products or residual and by-products incidental to or obtained in any of the business carried on by the Company.
14. To acquire and under the whole or any part of the business property and liabilities of any person, firm or company carrying on any business which the Company is authorised to carry on or possess property suitable for the purposes of this Company.
15. To pay the costs, charges and expenses, preliminary and incidental to the formation, establishment and registration of the Company and to remunerate any parties for services rendered or to be rendered in taking or subscribing, procuring or assisting to procure persons to take or subscribe or in placing, underwriting, or assisting to place or underwrite any shares, debentures, debenture-stock or other securities of the Company or in or about formation or promotion of the Company or the conduct of its business either in cash or by allotment of fully or partly paid up shares or by a call or option on shares, 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.
16. To make, draw, accept, endorse, discount, execute and issue cheques, promissory notes, bills of exchange, bills of lading letters of credit, coupons, dock-warrants, delivery orders, railway receipts, debentures and other negotiable or transferrable instruments or securities and to open bank accounts, current or overdraft and operate the same.
17. To employ experts to investigate and examine into the conditions, prospects, value, character and circumstances of any business, concerns and undertakings, and generally of any assets, property or rights.
18. To provide for the welfare of the Directors, ex-Directors, employees or ex-employees of the Company or its predecessors in business and the wives and families or the dependents or connections of such persons by building or contributing to the building of houses, dwellings or quarters or by grants of money, pensions, gratuities, allowances, bonuses, awards, profit-sharing or other schemes or trusts and by providing or subscribing or contributing towards place of instructions and recreations, hospitals and dispensaries, medical and other attendances and other assistances as the Company may think fit.
19. To receive moneys on deposit from members and customers for such period as may be considered advisable and to pay interest on moneys so received at such rate as may be deemed expedient, provided the Company will not carry on the business of banking as defined by the Banking Regulation Act. 1949.

(C) OTHER OBJECTS :

20. To purchase, acquire, take on lease or in exchange or in any other lawful manner any area, land, buildings, structures and to turn the same into account, and to maintain, develop or dispose of the same.
21. To acquire from time to time and to manufacture and deal in all such stock-in-trade, goods, chattels and effects as may be necessary or convenient for any business, for the time being, carried on by the Company.
22. To conduct and carry on either concurrently with the business of the Company any other business, undertaking or engagement conducive to such business of the Company and which may seem to the Company capable of being conveniently carried on in connection with any business of the Company or calculated directly or indirectly to enhance the value or render profitable any of the Company's commodities, properties or rights for the time being.
23. To carry on the business of general manufacturers and to manufacture, buy, sell and deal in apparatus, machinery, materials and articles of all kinds in connection with the main objects of the Company.
24. To set up and carry on the business of manufacturing, refining, preparing, raising, acquiring, buying, selling, importing, exporting, distributing and dealing in all types of dyeing materials, materials of all kinds for processing, bleaching, treating and finishing textile, cloth, chemicals and products of any nature and kind whatsoever, heavy chemicals, alkalies, acids, drugs, medicines, mixtures, tablets, pills, powders, tanning, essence, liquified and magnified petroleum, gas and gases generally, plaster of paris, gypsum, plasters, salts, foodstuffs, colours, paints, glues, gums, minerals and other water compositions, cements, oils, oil seeds, oil cakes, cattle food, quill pens, tooth picks, brushes, soap & washing materials, toilet requisites & preparations, perfumes, laboratory, reagents, photographic, sizing, medicinal, pharmaceutical, chemical, industrial and other preparations, products and articles of any nature and kind whatsoever and chemical, photographic, electrical, surgical, hospital, laboratory and scientific equipment, furniture, apparatus and materials.
25. To carry on business as wholesale and retail chemists and druggists, dry salters, oil and colour men, chemical engineers, dyers, bleachers, mercerisers, processors, finishers and cleaners.
26. To carry on the business of prospecting for, searching for, getting, winning, working, raising, treating, acquiring, leasing, buying, and selling of phosphates, potash, oils, gases, fuel and other minerals whatever found in a natural state or obtained by processes from other substances. To prospect and camp expeditions, examine and explore territories and to employ experts and other agents for the attainment of the objects of the Company.
27. To carry on the business of a trading company, generally.
28. To carry on the business of general manufacturers and to manufacture, buy, sell and deal in apparatus, machinery, materials and articles of all kinds in connection with the main objects of the Company.
29. To pay for properties or rights or privileges acquired by the Company either in shares of the Company or partly in cash or otherwise.

30. To do all or any of the above things and all other such things as are incidental or may be thought conducive to the attainment of the above objects or any of them in any part of India or elsewhere and as principals, agents, contractors, trustees or otherwise and either alone or in conjunction with others and the word "Company" in the Memorandum when applied otherwise than to this Company shall be deemed to include any authority.
31. Generally to carry on or assist or participate in any other trade or business whether financial (but not banking) commercial, manufacturing or otherwise. which may seem capable of being conveniently carried on in connection with any of the above specified businesses or calculated directly or indirectly to promote the interests of the Company or to enhance the value of or render profitable any of the Company's property or rights which may be subsidiary or auxiliary to any of the Company's objects.

IV. The Liability of the Members is Limited.

- V. *The Authorised Share Capital of the Company is Rs. 30,00,00,000/- (Rupees Thirty Crores only) divided into 3,00,00,000 (Three Crore) Equity Shares of Rs. 10/- (Rupees Ten only) each with the rights, privileges and conditions attaching thereto as are provided by the Articles of Association of the Company for the time being, with power to increase or reduce or consolidate or subdivide the capital of the company for the time being and from time to time divide the share in the capital into several classes and to attach thereto respectively such preferential, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the company for the time being and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Companies Act, 1956 or statutory modification thereof or provided by the Articles of Association of the Company for the time being.

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*Increase of Authorised Share Capital from Rs. 10,00,00,000/- to Rs. 1,00,00,00,000/- vide Special Resolution passed in the Extra-Ordinary General Meeting of the Company held on 24th January, 1990.

*Increase of Authorised Share Capital from Rs. 1,00,00,00,000/- to Rs. 5,00,00,00,000/- vide Special Resolution Passed in the Extra-Ordinary General Meeting of the Company held on 20th February, 1992.

*Increase of Authorised Share Capital from Rs. 5,00,00,00,000/- to Rs. 11,00,00,00,000/- vide Special Resolution passed in the Extra-Ordinary General Meeting of the Company held on 27th August, 1993.

*Increase of Authorised Share Capital from Rs. 11,00,00,00,000/- to Rs. 30,00,00,00,000/- vide Special Resolution passed in the Extra-Ordinary General Meeting of the Company held on 22nd June 1995.

We, the several persons, whose names, addresses are hereunder 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 to our respective names:

Name, address, description and occupation of each Subscriber	No. of Equity Shares taken by Each Subscriber	Signature of Subscriber	Signature, name, address, Description & occupation of witness
VINAY DAULATRAI VALIA S/O. DAULATRAI GIRDHARLAL VALIA 53, ROAD NO. 7, PRESIDENCY SOCIETY, J.V.P.D. SCHEME, BOMBAY - 400 056. (BUSINESS)	10 (TEN EQUITY)	Sd/-	<p style="text-align: center;">SD/- RAJNIKANT C. RESHMAWA S/O. CHHABILDAS PRANJIVANDAS CHARTERED ACCOUNTANTS ARPART 89 MEADOWS STREET, FORT, BOMBAY - 400 001.</p> <p>WITNESS TO ALL</p>
RAJEN KAPIL DESAI S/O. KAPIL KALYANDAS DESAI 56, RIDGE ROAD, MALABAR HILL, MUMBAI - 400 006 (BUSINESS)	10 (TEN EQUITY)	Sd/-	
ROHIT AMULAKHHAI JANI S/O. AMULAKHRAI PREMESHANKAR JANI 34, OM SHIVAM. ROAD NO. 6. N.S., ROAD NO. 6. N.S., BOMBAY - 400 056. (BUSINESS)	10 (TEN EQUITY)	Sd/-	
	30 (THIRTY EQUITY)		

BOMBAY. DATED THIS. 13TH DAY OF OCTOBER, 1976