



# Onelife Capital Advisors Limited

CIN: L74140MH2007PLC173660

Tel no.: 022-25833206 Fax: 022- 41842228 Email id: cs@onelifecapital.in, Web: www.onelifecapital.in

19<sup>th</sup> October, 2018

To

**BSE Limited**

Department of Corporate Services

Phiroze Jeejeebhoy Tower,

Dalal Street, Mumbai- 400 001

Ref: BSE Code: 533632:

**National Stock Exchange of India Ltd**

Exchange Plaza

Bandra- Kurla Complex

Bandra, Mumbai- 400 051

NSE Symbol: ONELIFECAP

Respected Sir/Madam,

**Sub: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- Alteration of MOA**

Pursuant to the captioned regulation, we would like to inform you that the Shareholders of the Company approved the alteration of Memorandum of Association of the Company ("MOA") by passing a special resolution through Postal ballot on 17<sup>th</sup> October, 2018.

The results of postal ballot were declared on 19<sup>th</sup> October, 2018 by the Scrutinizer M Siroya and Company, Practicing Company Secretaries.

We hereby enclose the amended Memorandum of Association for your records.

Thanking You,

Yours Faithfully,

For Onelife Capital Advisors Limited

**Aditi Mahamunkar**

**Company Secretary & Compliance Officer**



Encl: As above

**THE COMPANIES ACT, 1956**  
**COMPANY LIMITED BY SHARES**  
**MEMORANDUM OF ASSOCIATION**  
**OF**  
**ONELIFE CAPITAL ADVISORS LIMITED**

- I. The name of the Company is **ONELIFE CAPITAL ADVISORS LIMITED**<sup>1</sup>.
- II. The Registered Office of the Company will be situated in the State of Maharashtra, i.e., within the jurisdiction of Registrar of Companies, Mumbai.
- III. The objects for which the Company is established are:

**A. THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**

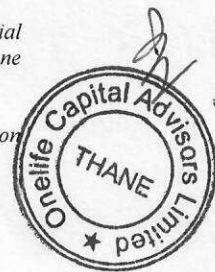
\*So long as the company is engaged in stock broking as a member of any Recognised Stock Exchange in India, it will engage itself in only such business as a member of a Recognised Stock Exchange is permitted to engage in under the Securities and Contracts (Regulation) Rules, 1957, and the Rules, Bye-laws & Regulations of the Stock Exchange. Subject to the foregoing, the objects for which the company is established are:

1. \*To obtain membership, licenses and permissions and render all types of corporate and other advisory services in India and Overseas such as capital structuring, funds structuring, syndication of capital and Funding requirements, investments and portfolio advisory and management services in accordance with SEBI (Portfolio Managers) Regulations, 1993, merchant banking services in accordance with the SEBI (Merchant Bankers) Regulations, 1992, Share Broking services with any recognized Stock Exchange(s), Clearing Member(s), Depository services, currency and forex activities, commodity activities, wealth advisory services and to carry on in India or elsewhere the business of technical, legal, financial and management consultants, advisers, innovators, software designer, marketers, fund managers, administrators, agents and to enter into collaborations, joint venture agreements in India and with companies abroad.
2. \*To undertake the activities as a Depository Participant and for that purpose to obtain the membership of the Depositories in India and Overseas, and to do all such things as may be advised, permitted or required for this purpose in accordance with prevailing Act/ Regulations/ Laws and to act as consultants, advisors, innovators, system designers, designers developers and implementers of new products, calculation and fixation of premium rates, surrender values, profit testing, valuation of portfolio, recommendations for re-structuring of portfolios, arrange and advice on re-insurance, valuation of liabilities.
3. \*\**To carry on the business of asset management for any mutual fund including i) act as managers, consultants, administrators, attorneys, agents, representatives or nominees or to act as such for unit trusts, investments funds, institutional investors, any other pool or portfolio of securities, properties, assets or investments of any kind (including any pension, provident fund or superannuation fund set up, formed or established in India or any other country by the Company or any other person, or by any government state, local authority, association,*

<sup>1</sup> Converted the Company into a Public Limited Company vide special resolution passed by the members at their EGM held on 2<sup>nd</sup> December, 2010.

\* *Inserted the paragraph above Clause No. 1 and altered Clause Nos.1 and 2 of the Main Objects by a Special Resolution passed in EGM held on 21.05.2010 and subsequent approval of the Registrar of Companies on 22<sup>nd</sup> June 2010.*

\*\**Inserted Clause No.3, 4, 5 and 6 by a Special Resolution passed by members through postal ballot on 17<sup>th</sup> October, 2018*



*institution- whether incorporated or not – or any other agency or organisation);  
ii) to prepare, undertake, execute or administer mutual fund schemes, unit trust  
schemes and issue units, or participation certificates therein, to investors and  
distribute, redeem or revoke such funds and distribute the proceeds of such funds  
(including any income, capital or annuity, property and assets, whether in money  
or specie) amongst the investors, beneficiaries, pensioners or other persons  
entitled to such in furtherance of any discretion, obligation or permission.*

4. *\*\*To carry on the business of buying, selling, reselling, importing, exporting, transporting, storing, developing, promoting, marketing, supplying, trading, dealing in any manner whatsoever in all type of goods, materials and commodities on retail as well as on wholesale basis in India or elsewhere through internet or any other channel and all type of e-commerce business in all goods and services, merchandise, vide business to business (b2b), business to customer (b2c), customer to customer (c2c) and providing services in Payment gateways, Portals, Vortals, Internet Marketing, Electronic Publishing.*
5. *\*\*To carry on the business as designers, developers, buyers, sellers, importers, exporters and dealers in all kinds of computer software, computer technology and information technology products including cloud hosted business platforms and computer application products, systems, peripherals and materials, and to undertake the business of system and network integration and development, product application and development, computer maintenance and technical support services, internet access, networking and electronic media, telecommunication and web commerce application services.*
6. *\*\*To carry on the business of consultancy and advise in designing, developing, installing, implementing and operating all kinds of software/information technology projects and rendering technical services, business transformation projects and assistance for start- up, commencement and expansion programme and to act as technical and software development consultants in India and abroad.*

**B. OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS:**

7. To act as manager, Administrator, Trustees, Market makers, Brokers, Advisers, Agents, System Designers and developers for all types of Insurance products, Banking Products, Financial and Money Market Instruments, and securities of all descriptions and to develop and promote new financing instruments of all kinds whether for capital or money markets or for any other purpose and to appoint experts, consultants, brokers, commission agents and provide for their remuneration.
8. To carry on and engage in the business of providing consultative and technical services, conceive, create, establish, distribution channels and networks relating to the business of the Company or related business or any other business or activity, by way of market survey, preparing feasibility and project reports, and to enter into any arrangements of licensing, clearing, brokerage, technical business or financial collaboration with any other or concern, for similar or mutual benefit or in-taking or outflowing of know-how, whether existing or newly developed techniques, including any rights or special methods and trade secrets.

*\*\*Inserted Clause No.3, 4, 5 and 6 by a Special Resolution passed by members through postal ballot on 17<sup>th</sup> October, 2018*



9. To provide or assist in obtaining, directly or indirectly, advice or services in various fields such as management, finance, investment, technology, administration, commerce, law, economics, labour, human resources development, industry, public relations, statistics, science computers, accountancy, translation, fund management, foreign exchange dealings, quality control, processing, strategic planning and valuation, all types of financial services, to give advice and/or offer, give, take, circulate and/or otherwise organize, accept or implement and takeover bids, boughtout deals, mergers, amalgamations, acquisitions, diversification, rehabilitation or restructuring of any business concern, undertaking, Company, body corporate, partnership firm or any other association of persons whether incorporated or not, by acquisition of shares or assets and liabilities, and whether as a going concern or as a part of the concern, or otherwise as may be required having regard to business exigencies and to promote or procure incorporation, formation or setting up of concerns and undertakings whether as Company, body corporate, partnership or any other association of persons for engaging in any industrial, commercial or business activities.
10. To undertake investment, to acquire any shares, stocks, debentures, debenture-stocks, bonds, mortgage, obligations and other securities by original subscriptions, tender, purchase exchange or otherwise, to acquire by purchase, lease, exchange, rent or otherwise and deal in lands, buildings and hereditaments of any tenure or description and any estate or interest therein and any rights over or connected with lands so situated and to turn the same to account as may be deemed expedient by consolidating or connecting or sub-dividing properties, leasing, letting or renting, selling outright or by installments, on ownership, hire purchase basis or otherwise and/or disposing of the same on any other terms and conditions for the purpose of the business of the Company.
11. To establish branches, franchises all over India and in other parts of the world in order to carry on the business of the Company as stated in the main object.
12. To improve, manage, develop, exchange, lease, rent mortgage enfranchise, abandon, dispose of turn to account or otherwise deal with all or any part of the property and right of the Company.
13. Subject to Rules and directives issued by Reserve Bank of India, to borrow or raise or secure the payment of money or to receive money or deposit at interest for any of the purpose of the Company and at such time and from time to time and in such manner as may be thought fit and in particular by the issue of debenture, or debenture-stocks convertible into shares of this or any other Company or perpetual annuities and as security for any such money as borrowed, raised or received for any such debentures or debenture-stocks so issued to mortgage, pledge or charge the whole or any part of the property, assets or revenue and profits of the Company present or future including its uncalled capital by special assignments or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders power of sale and other powers any such securities, and also by a similar mortgage, charge or lien to secure and guarantee the performance by the Company that the Company shall not carry on banking business as defined in the Banking Regulation Act, 1949.
14. To form, constitute, float, lend money to assist and control companies, associations or undertaking whatsoever.
15. To undertake market research and surveys and studies of all kinds in order to promote the business of the Company.

16. To establish, promote or concur in establishing or promoting any Company or companies for the purpose of acquiring all or any of the properties, rights and liabilities of the Company and to place or guarantee the placing of, subscribe for or otherwise acquire all or any part of the shares.
17. To pay for any properties, rights or privileges acquired by the Company either in shares of the Company or partly in shares and partly in cash or otherwise.
18. To insure any other Company or person against losses, damages, risks and liabilities of all kinds which may affect this Company.
19. To purchase, take on lease or in exchange or otherwise acquire any land, buildings and hereditaments of any tenure or description situated at any place in India or elsewhere whether for residential, business, commercial, manufacturing or other purposes and any rights, easements, advantages and privileges relating thereto and any estate or interest therein and any rights over for connected with land so situated and to turn the same to account as may seem expedient and in particular by preparing buildings sites and by constructing, reconstructing, decorating, improving, altering, furnishing and maintaining offices, flats, houses, tourist resorts, hotels, restaurants, colleges, factories, warehouses, shops, garages, sheds, buildings residential, commercial and industrial premises, work and convenience of all kinds and by consolidating or connecting or sub-dividing properties, and by leasing letting and otherwise renting, selling disposing of the same.
20. To manage land, buildings and other property situated as aforesaid, whether belonging the Company or not, and to collect rent and income and to supply to tenants and occupiers and others, refreshments, attendances, messengers, light, waiting rooms, reading-rooms, meeting-rooms, lavatories, laundry, conveniences stables and other advantages.
21. To acquire and take over any business or undertaking carried on, upon or in connection with any land or building which the Company may desire to acquire as aforesaid or become interested in, or the whole or any of the assets and liabilities of such business or undertaking and to carry on the same, or to dispose of, remove, or put an end, thereto or otherwise deal with the same as may seem expedient.
22. To carry on the business of designers, consultants and estimators in respect of the activities stated herein.
23. To develop any land acquired by the Company or in which the Company is interested and in particular by laying out and preparing the same for building purposes, constructing altering, pulling down, decorating, maintaining, furnishing, fitting up and improving buildings and by planting, paving, draining, letting on building lease or building agreement and by consolidating, connecting or subdividing properties by leasing and disposing of the same and by advancing money to and entering into contracts and arrangements of all kinds with builders, tenants and others and also by promoting immigration, establishing towns villages and settlements.
24. To sell, exchange, let out, grant, leave and Licence or otherwise dispose of all flats, tenants, garages, godowns, factory premises, warehouses and all other premises constructed by the Company at such price, rent or compensation and on such terms and conditions as the Directors may think fit.
25. To construct, carry out, support, maintain, manage, work, operate, commission, control and superintend water works, gas works, reservoirs, roads, sewerage projects, etc. churches, chapels, parks, schools, museums, places, of recreation, resources, baths, Wash houses, and any other works and convenience which may seem directly or indirectly conducive to any of the objects and to contribute to or otherwise aid or take part in the construction, carrying out, support, maintenance, improvement, management, working, operating, controlling and superintending the same.

26. To design and construct foundations of multistoreyed structures, bridges, sand drains, relief wells, to design and construct marine structures like jetties, wharfs, large bridges, ore and oil births, quays, bridges, aquaducts and other similar structures.
27. To undertake and carry out subsoil investigation for industrial and residential structures, bridges, major and minor irrigation and hydro-electric projects, jetties, Wharfs, quays, aquaducts and other structures by the use of modern shell and auger, diamond core drilling and or bored pilling equipment.
28. To conduct detailed laboratory tests on undisturbed soil samples and on rock cores and submit recommendations for different types of foundations and the foundation treatment that may be necessary.
29. To treat foundations of dams in connection with irrigation and Hydro-Electric Projects by drilling holes and grouting the same with cement, cement and bentonite or suitable chemicals.
30. To drill holes, prepare and hole cables made out of strands of high tensile wire anchoring these and stressing the same to stabilize foundations of dams, dock walls, multistoreyed structures, their shear walls, basement rafts, floors of swimming pools and other similar structures for enhancing the activities of the Company.
31. To adopt such means of making known the products of this Company as may seem expedient and in particular by advertising in the press, by circular, by purchase and exhibition of works of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations.
32. To establish and support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences calculated to benefit ex-employees of this Company or its predecessors in business, or the dependents or connections of such persons and to grant pensions and allowances and to make payment towards insurance aid, to subscribe or guarantee money for charitable or benevolent object or for any exhibition or for any public, general or useful objects.
33. To enter into partnership or into any arrangement for sharing profits or losses of for any union of interest, joint adventures, reciprocal concession or Co-operation with any person or persons or Company or companies carrying on, engaged in, or about to carry on, or engage in or being authorized to carry on or engage in any business or transaction which this Company is authorized to carry on or engage in any business or transaction capable of being conducted so as directly or indirectly to benefit this Company.
34. To promote and form and be interested in and take hold, dispose of shares in any other Company having objects altogether similar or in parts to those of this Company and carry on any business capable of being conducted so as directly or indirectly to benefit this Company and to subsidise or assist any such Company financially or otherwise by issuing or subscribing for or guaranteeing the subscription and issue of the share, shock debentures, debenture stock or other security of such Company and to transfer to any Company and to take or otherwise acquire, hold and dispose shares, debentures and other securities of any such Company.
35. To borrow or raise moneys or loans for the purpose of Company by promissory notes, bills or exchange, hundies or other negotiable or transferable instrument or by mortgage or debentures or by debenture stock perpetual or otherwise charged upon or any of the Company's Properties (both present and future) including its uncalled capital and to purchase, redeem or pay off any such securities upon such terms as the Directors may deem expedient or in such other manner as may be deemed expedient and also to take moneys on deposit on interest or otherwise or to lent moneys to customers or others having dealing with the Company and to

guarantee the performance of contracts by such persons and to make advances upon or for the purchase of raw materials, goods, machinery, stores and other articles required for the purposes of business of the Company and to pay a commission to or otherwise remunerate any Company or person for services rendered in placing or assisting to place any of shares in the capital of the Company or any debentures or other securities of the Company.

36. To sell or dispose of the property or undertaking of the Company or any part thereof for such consideration as the Company may think fit and in particular for shares, debentures or securities of any other Company having objects altogether or in part, similar to those of the Company.
37. To invest and deal with the moneys of the Company not immediately required in such manner as may from time to time be determined.
38. To lend money either with or without security and generally to such persons and upon such terms and conditions as the Company may think fit and in particular to persons undertaking to build on or improve any property in which the Company is interested and to the securities.
39. To lend money either with or without security and generally to such persons and upon such terms and conditions as the Company may think fit and in particular to persons undertaking to build on or improve any property in which the Company is interested and to the securities.
40. To promote the considerations and discussion of all question affecting the building trade (which expression in the memorandum includes the trade of builders and of contractors) for the execution of public and private works and all ancillary and allied trades and every branch of any such trade and generally to watch over and protect the interest of persons engaged in the building trade.
41. To sell, re-sell, exchange and repurchase mortgage or let on lease for any terms of years of hire any land, buildings, plant machinery, factories or premises belonging to the Company or which may be deemed necessary or convenient for the purpose of Company's business, parts or in whole as may be thought desirable and generally to do and perform all such other acts and things as may be incidental or conducive to the attainment of all or any of the above objects or as may be considered by the Directors to be for the interest of the Company.
42. To carry on any other trade and business which may seem to the Company of being conveniently carried on in connection with any of the Company's objects or calculated directly or indirectly to enhance the value or render profitable any of the Company's properties or rights or which it may be advisable to undertake with a view to improving, developing, rendering valuable or turning to account any property moveable or immoveable belonging to the Company or in which the Company may be interested.
43. To borrow or raise or secure the payment of money in such manner as the Company shall think fit and in particular by the issue of debentures, debenture stock, perpetual or otherwise charged upon all or any of the properties both present and future including its uncalled capital ad to purchase, redeem or to pay off any such tenants, builders and contractors.
44. To apply for tender, purchase or otherwise acquire any contracts sub-contracts, licences and concessions for or in relation to the objects on business herein mentioned or any of them and to undertake, execute, carry out, dispose of otherwise turn to account the same.
45. To take or otherwise acquire and undertake the whole or any of the business property or liabilities of any person or Company or hold shares in any other Company having objects 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 the Company.

46. To subscribe or contribute or otherwise to assist or to pay moneys or to guarantee moneys to charitable, benevolent, religious, educational scientific, national or other institutions or Company.
47. To promote any allied Company or companies for the purpose of acquiring all or any of the properties rights and liabilities of this Company or which may seem directly or indirectly to benefit this Company.
48. To draw, make, accept, endorse, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments.
49. To give any guarantee to or provide any Security in connection with a loan made by any person to or to any other person by any director of the Company or any partner or relatives of any such director or by any firms or a private Company in which the director is interested.
50. To sell, improve, manage, develop, exchange, lease, mortgage, enforanchise, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Company.
51. To pay for any properties or rights acquired by the Company whether in cash or fully paid up shares or partly in one or more and in the other and generally or such terms as the Company may deem fit.
52. To sublet all or any contracts from time to time and upon such terms and conditions as may be thought expedient.
53. To undertake and execute any trusts the undertaking of which may deem to the Company desirable.
54. To distribute any of the properties of the Company in specie among the members as provided by the Companies Act, 1956 in the event of winding up.
55. To do all or any of the above things in any part of the world as principals, contractors, sub-contractors, trustees or otherwise and by and through trustees, agents or otherwise and either along or in conjunction with others and do all such things as are incidental or conducive to the attainment of the above objects, or any of them.

#### **(C) OTHER OBJECTS**

56. To carry on the business of hotels, restaurants, café, guest houses, taverns, refreshments-rooms, boarding and lodging house keepers, beer house keepers, licensed victuallers, wine, beer and spirit merchants, dealers, foodstuffs of all kinds and varieties, browers, malt stored, distillers, importers, exporters and manufactures of aerated minerals and artificial waters, and other drinks, purveyors, caterers to railways, airlines and steamship corporations and to public amusements, ice-merchants, refrigerating storekeepers, proprietors of club, bath, dressing rooms and to carry on the business of running night clubs, swimming pools, bakery, confectionary, canned goods, curios, carpets, novelty shops general merchandise and other articles, connected with hotel and restaurant trade and to provide lodging, boarding and other facilities to the public including tourist visitors and other facilities to the public including tourist visitors and other delegates or mission coming from any part of the world and to encourage and carry on and facilitate tourist trade in India and/or in any other part of the world.



57. To construct, purchase, acquire, take on lease or in exchange, hire, construct, repair, adopt, overhaul, conduct, manage, control and superintend in whole or in a part any studios, theatres, places of amusements or entertainment, music halls, cinemas, picture places and concert halls, solely or in partnership, periodically or permanently for producing, improving, testing, presenting, installing, stocking, exhibiting, or displaying, cinema films, plays and other concerts, operas, burlesques, pantomimes, promonade and other concerts,, musical or other pieces, reviews, dances, ballets, shows, exhibitions, variety and other performances and entertainment materials commodition, taking and silent pictures and to deal in and carry on the business of producers, exhibitors, financiers, importers, exploiters and distributors of cinematographic films and pictures of every kind and variety of subjects.
58. To establish and maintain dairies, cattle and poultry farms, agricultural farm, piggeries, fruit and vegetable gardens, grazing grounds, fish ponds, pigeon and dove cutes, rabbits, warrants beehives, forest preserves, factories for nest, fish, fruit and vegetables, canning and all kinds of preservants, manures, chemicals ad such other things as may be deemed necessary or expedient for the Company to undertake.
59. To carry on the business of manufacturing, producing, exporting, importing, purchasing and selling, dealing and indenting machineries, plants, accessories and spare parts, hardware, tools, coating of metals and alloys, bearings, abrasives, electrical accessories, clocks, domestic appliances, machinery, surgical instruments, all metals, plastic bakelite, glass and article made therefrom and allied products of the above.
60. To carry on the business of manufacturers and makers of and dealers in metal, wood, enamel, Glass, chura, cloth, paper leather, aluminum, alloys and other products, substances, articles and things of every description and kind and to carry on and conduct workshop and foundries of iron, brass and other metals, wood and any other substances and to buy, sell, both wholesale and retail in products, commodities, goods, articles and thins of all kinds whatsoever.
61. To carry on the business as commission agents, selling agents, and factors upon defredere, commission, or otherwise, of hold, own, produce, export and deal in either as principal or agent, upon commission or otherwise, all kinds of proprietary articles and personal property whatsoever without limit as to the amount and to make and enter into all kinds of contracts, agreements and obligations by or with any firm, or Company for purchasing and dealing in all proprietary articles of personal property of any kind or future whatsoever and generally to perform and carry out any all acts to representatives in the local and foreign newspapers for advertisements for such local and foreign newspapers and to remunerate by way of Commission or otherwise in that behalf.
62. To carry on the business of financiers and concessionaries and merchants and to undertake and carry on execute all kinds of financial, commercial, and trading and other operations.
63. To undertake and execute any contract involving supply, application or use of any metals machinery plant, chemicals, chemical products or process of companies, corporation, firm and individuals and to transact and carry on all kinds of fency business.
64. To act as agents or representative of companies, corporation, firms and individuals and to transact and carry on all kinds of fency business.
65. To carry on the business of washers, launderers, dry cleaners, dyers and bleachers and all other business connected therewith and the manufactures of laundering and dry cleaning machinery and equipment and the business of dealing in, processing and printing of fabrics.

66. To carry on the business of manufacturing, producing, exporting, importing, purchasing and selling, dealing and intending hume pipes, Watertanks, septic tanks, cattle troughs, sentry cabins, dust bins and other products like R.C.C. poles, prestressed concrete poles, prestressed concrete pipes, prestressed concrete railways sleepers and allied products and machinery and equipment, for manufacturing the aforesaid items.
67. To carry on the business of manufacturing, producing, exporting, importing, purchasing and selling, dealing and intending of all types of chemicals and chemical plants and machinery furniture and furniture making plant and machinery and ice cream making plant and machinery.
68. To render consultancy services in connection with designing, consulting, manufacturing, producing of all types of items and to carry on the business of technical consultants and advises on problems relating to various industries mentioned herein and to advise upon means and methods for extending, developing and improving the business in relation to the production, storage, distribution, marketing and selling of goods and or relating to the rendering of services, in India and or abroad.

IV. *\*\*The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.*

V. *\*The Authorised Share Capital of the Company is INR 15,01,00,000/- (Indian Rupees Fifteen Crores and One Lac only) divided into 1,50,10,000 (One Crore Fifty Lacs Ten Thousand) Equity Shares of INR 10/- (Indian Rupees Ten) each with a power to increase and reduce share capital.*

(b)\*\*\*

\* Increased the authorized capital from Rs. 5,01,00,000 to Rs.150,100,000 vide Ordinary Resolution of Members at the EGM held on 08.02.2010 and earlier Increased in the authorised capital from Rs. 1,00,000 to Rs. 5,01,00,000 vide Ordinary Resolution of Members at the EGM held on 28.10.2009.”

\*\* *Amendment of Clause IV by a Special Resolution passed by members through postal ballot on 17<sup>th</sup> October, 2018*

\*\*\* *Deletion of Clause V(b) by a Special Resolution passed by members through postal ballot on 17<sup>th</sup> October, 2018 [“V (b) The Minimum Paid-up Capital of the Company shall be Rs.1,00,000/- .(Rs. One Lac only/-).”]*

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

| Name, Address, Description And Occupation of each Subscriber  | Number of Equity Shares taken by each Subscriber | Signature of Subscriber | Signature, Name, Address, Description and Occupation of each witness   |
|---|--|-------------------------|--|
| Mr. Pandoo Naig<br>S/O Mr. TKP Naig<br>Flat No.62, Bldg. No. 7,<br>SSS Nagar, Flank Road,<br>Mumbai-400037.<br>Indian<br>Business   | 5000(Five<br>Thousand)                           | Sd/-                    | Witness to both Mrs.<br>Sangita K. Joshi wife<br>of Mr. Kaushik Joshi<br><br>202, Sai – Ashish – 2,<br>Near Nancy Colony,<br>Borivali (east),<br>Mumbai – 400066<br>Indian<br>Company Secretary<br>(For M Siroya and<br>Company) |
| Mr. Thiruvaidaimarudur Krishna<br>Prabhakar Naig<br>S/O Mr. Krishna Prabhakar<br>Naig<br>D-241, Karmakshetra,<br>SSS Nagar, Flank Road,<br>Mumbai-400037.<br>Indian<br>Business | 5000(Five<br>Thousand)                           | Sd/-                    | Sd/-   |
| TOTAL   | 10000 (Ten<br>Thousands<br>Only)                 |                         |  |

Place: 24.08.2007

Date: Mumbai

