

(THE COMPANIES ACT, 2013)
(COMPANY LIMITED BY SHARES)
MEMORANDUM OF ASSOCIATION
OF
HINDUSTAN LABORATORIES LIMITED

- I. The Name of the Company is: - **HINDUSTAN LABORATORIES LIMITED**
- II. The Registered Office of the Company will be situated in the state of Maharashtra.

III. (A) THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE: —

1. To manufacture, formulate, process, develop, refine, import, export, wholesale and/or retail trade all kinds of pharmaceuticals, antibiotics, drugs, medicines, biologicals, nutraceuticals, healthcare, ayurvedic and dietary supplement products, medicinal preparations, vaccines, chemicals, chemical products, dry salters, mineral waters, wines, cordials, liquors, soups, broths and other restoratives or foods and also to deal in medicinal goods such as surgical instruments, contraceptives, photographic goods, oils, perfumes, cosmetics, patent medicines, soaps, artificial limbs, hospital requisites, proprietary medicines, veterinary medicines and tinctures extracts and to carry on the business of vialling, bottling, repacking, processing of tablets, capsules, syrups, injections, ointments and also to carry on the business of chemists, druggists, buyers, sellers, agents, distributors and stockists of all kinds of pharmaceuticals and allied products.

2. To carry on in India or abroad business of importers, merchants, general order suppliers, commission agents, representatives, distributors, royalty owner, contractors, auctioneers, indent agents, passage agents, factors, organisers, concessionaries, sale agents, sub agents, and insurance agents, in connection with the business as referred to in sub-clause (1) above.

(B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III(A) ARE: —

1. To acquire, takeover and undertake the whole or any part of business as a going concern along with all assets, liabilities, license, quotas, rights, entitlements from any person, firm or Company : to enter into Partnership, to merge or amalgamate, with any Company or absorb to any Company, or into any arrangements for Sharing Profits,, Union of Interests, Co-operations, joint ventures, reciprocal concessions or otherwise with any person or Company carrying on or engaged in, or about to carry on or engage in any business or transaction which this Company is authorized to carry on or engage in or any business or transaction capable of being conducted so as to directly or indirectly benefit this Company and to take or otherwise acquire shares and securities of any such Company and to sell, hold, re-issue, with or without guarantee or otherwise deal with the same.
2. To acquire by purchase, lease concession, grant license or otherwise such lands, buildings, minerals, water works, plant, machinery, stock-in-trade, stores, rights, privilege asements 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 manufacturer's workshop warehouse, Offices, residence and other buildings, and to erect such siding, bridges, water sources hydraulic works.
3. To purchase acquire and undertake all or any part of the business property and liabilities of any person firms or company carrying on or proposing to carry on any business which Company is authorized to carry on or purchase or 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 the Company.
4. Subject to provisions of the Monopolies & Restrictive Trade Practices Act, 1969, amalgamate or to enter into partnership or into any arrangement for sharing profits, union of interest, co-operation, joint venture license, or reciprocal concession – or for limiting competition with any person or persons or company or companies carrying on or engaged in or about to



carry on or engage in, or being authorized to carry on or engage in any business or transaction which the company is authorized to carry on or engage in or which can be carried on in conjunction there with or which is capable of being conducted so as directly or indirectly to benefit the Company.

5. To acquire from any person, firm or body corporate or un-incorporate whether in India or elsewhere, technical information, know-how, processes, engineering, manufacturing and operating, operating data, plans, layout and blue-pints useful for design, erection and operation of plant required for any of the business of the company any to acquire any grant or license & other rights and benefits in the forging matters and things.
6. To apply for and take out purchase or otherwise acquire by way of license or otherwise any patents, patent rights, inventions, trade mark, rights, copyright or secret processes, technical aid or know how which may be useful for the Company's objects and grant license to use the same.
7. To improve, manage, cultivate & develop exchange, let on lease, mortgage, sell, dispose off, turn to account, grants, rights and privileges in respect of or otherwise deal in all or any part of the properties and rights of the Company on such terms as the Company shall determine and to supply power, light and heat and to lay out for building purposes, and to sell the same, and to build on improve, let on building lease, advance money to persons, building or otherwise to develop the same.
8. To sell or subject to any right, concession or license obtained or contracts entered into any generally to the whole or any part of the property and business of the Company for cash or for shares whether fully paid up or not, debentures or securities, of another Company or partly in cash or partly in such shares, debentures or securities as or distributed in specie amongst the members or otherwise.
9. To establish branches, Depot, Show-Rooms, Service Centers, Research Bureaus with a view to facilitating the work of the Company and to expand its business.
10. To subscribe for, acquire, hold, sell and otherwise deal in shares, stocks, debentures, debenture stock, bonds, mortgage, obligations and securities of any kind issued or guaranteed by any Company (body corporate or undertaking) of whatever nature and whosoever constituted or carrying on business in shares, stocks, debentures, debenture stock, bonds, mortgage, obligations and other securities issued or guaranteed by any Government, Sovereign ruler, commissioners, trust, municipal, local or other authority or body of whatever nature whether in India elsewhere.
11. To establish and maintain any agencies or branches in any part of the world for the sale of any materials, articles, or things for the time being at the disposal of the company or for sale or purchase of goods and materials required by the company or its constituents or other purposes whatsoever and to appoint managers, brokers, contractors and other persons for the purpose the Company and to discontinue and discharge them.
12. To enter into any arrangement with any Government authority, Central provincial, Local or other public or Quasi-public Bodies that may seem conducive to the Companies object or any rights, privileges and concessions which the Company may think fit, desirable to obtain and to carryout exercise and comply with any such arrangements, rights privileges and concession.
13. To give guarantee, counter guarantees, indemnities and / or counter indemnities for any person for any loans of financial assistance or performance of any contract or other obligations.
14. To draw cheques, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, charter parties, warrants, debentures and other negotiable and transferable instruments, but shall not carry on the banking business as defined under the Banking Regulations Act. 1949.



15. To pay all the costs charges and expenses incidental to the promotion, formation, registration, and establishment of the Company.
16. To get the Company registered or established or authorized to do business as Company with limited liability in any foreign country or place.
17. To use trademarks, trade names, or brands for the products and goods of the Company and adopt such names of making know the business and or products of the Company, as may seem expedient and in particular by advertising in newspapers, magazines, periodicals by circulars, by purchase and exhibition of works of art and interest by opening Stalls and Exhibitions by publication of books and periodical by distribution of sample and by granting prizes, reward and donations but the Company shall not make any donation for political purposes.
18. To sell the undertaking of the Company, or part thereof, for such consideration as the Company may think fit and in particular for shares, debentures, bonds or securities to any other Company having objects altogether or in part similar to those of the Company, to promote any other company or companies for the purpose of its or their acquiring all or any of the property, rights or liabilities of this Company or for any other purpose which may seem directly calculated to benefit the company.
19. To enter into arrangements with the Employees, Engineers, Technicians, Workman, Office Staff, Salesman and other persons having special knowledge or matters relating to the business of the Company for full or part time employment as may be necessary or expedient for conducting the business of the Company.
20. To undertake and execute any trust, the undertaking of which seem to the Company desirable, either gratuitously or otherwise.
21. To give any officer, Servant or employees of the Company any share or interest in the profit of the Company's business or any branch thereof, whether carried on by means or through the agency or any subsidiary company or not and for that purpose to enter into any arrangement which the Company may think fit.
22. To remunerate any persons, or body corporate rendering service, to the Company either by Cash payment or by allotment to him or the any shares or securities of the company credited as paid up in full or in part otherwise or by shares in the profit of the Company.
23. To subscribe or guarantee money for any charitable, benevolent, public, general or useful object and to make donations, subject to the provisions of section 293-A of the Companies Act, 1956.
24. To form, constitute and promote or join in promoting and forming Companies, Societies, Syndicates, Association and Undertaking of all kinds for the moral and Intellectual, physical, mental and social advancement of workers generally and to establish and support or aid in the establishment of association, Institutions trusts and conveniences calculated to benefit the employees or ex-employees of the Company or the dependents or connection or such persons and to grant pension and allowances and to make payment to words insurance and to subscribe or guarantee money for Charitable or benevolent objects or pay for any exhibitions or for any public or general or useful objects.
25. To grant pension, allowances, Compensations, annuities, gratuities and bonus and to provide amenities to employees or ex-employees of the Company or its predecessors in business or the dependents of such persons and to support of the subscribe to any charitable educational institutions.
26. To establish and maintain schools and workshop for the training of the employees, students and apprentices and to send the elsewhere for training on behalf of and at the expenses of the Company or otherwise.



27. To promote, carry on and conduct research at any educational or other institutions for attainment of above object.
28. To establish and support to aid in the establishment of library for the benefit of the company, to its workers and people in general.
29. To indemnify officers, directors, promoters and servants of the company against proceedings cost, damages, claims and demands in respect of anything done or ordered to be done for and in the interest of the company or for any loss of damage misfortune whatsoever which shall happen in execution of the duties or their officer or in relations thereof.
30. To create any reserve, funds, sinking funds, insurance funds or any other special funds, whether for depreciation, for repairing, improving, extending or maintaining any of the property of the Company for repaying liabilities or for any other purpose, conducive to the interest of the Company for any purpose what so ever.
31. To provide technical know-how for manufacturing and processing of goods or minerals in installation of plant and machinery or for working of mine oil well or other source of mineral deposits or carry out any operation relating to agriculture, dairy, forestry or rendering services, in connection with the provisions or such technical know-how.
32. To borrow or raise money and secure and discharge any debt or obligation or binding on the Company in such manner as may be thought fit, and in particular by mortgages of the undertaking and all or any of the immovable and movable property (present or future) and the uncalled capital of the Company, or by the creation and issue, on such terms as may be thought expedient, of debentures or debenture- stock, perpetual or otherwise, or other securities of any descriptions.
33. * Power to borrow Subject to the provisions of Sections 73, 179 and 180 of the Act and of these Articles, the Board may, from time to time at its discretion by a resolution passed at a meeting of the Board, accept deposits from members either in advance of calls or otherwise and generally raise or borrow or secure the payment of any sum or sums of money for the Company.
34. *Payment or repayment of moneys borrowed The payment or repayment of monies borrowed as aforesaid may be secured in such manner and upon such terms and conditions in all respects as the board may think fit and in particularly by a resolution passed at a meeting of the Board (and not by circular resolution) by the issue of debentures or debenture-stock of the Company charged upon all or any part of the property of the Company (both present and future) including its uncalled capital for the time being and debentures, debenture stock and other securities may be made assignable free from any equities between the Company and the person to whom the same may be issued
35. * Terms of issue of Debentures Any debentures, debenture-stock or other securities may be issued at a discount, premium or otherwise and on condition (with the consent of the Company in General Meeting) and they may have a right to allotment of or be convertible into shares of any denominations, and with any special privileges and conditions as to redemption, surrender, drawings, re-issue, attending at General Meeting of the Company, appointment of directors and otherwise, provided that no debentures, debenture Stock, bonds or other securities may be issued carrying voting rights.
36. * To comply with provisions with regards to registration of mortgage etc. The Company shall comply with all the provisions of the Act in respect of the mortgages or charges created by the Company and the registration thereof and the debentures of the Company and the register required to be kept in respect of such mortgages, charges and debentures.
37. * Indemnity may be given If the Directors or any of them or any other person shall become personally liable for the payment of any sum primarily due from the Company, the Board may execute or cause to be executed any mortgage, charge or security over or affecting the whole or any part of the assets of the Company by way of indemnity to secure the Directors or persons so becoming liable as aforesaid from any loss in respect of such liability

IV. The Liability of Member(s) is limited and this liability is limited to the amount unpaid if any, on





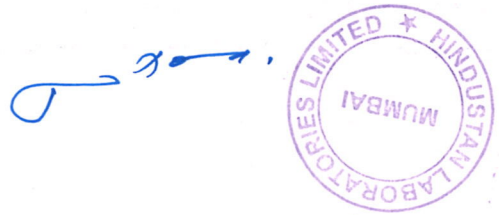
the shares held by them.

V. # The authorized share capital of the company is Rs. 60,00,00,000/- (Rupees Sixty Crore Only) divided into 6,00,00,000 (Six Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

The revised Authorized share capital of the Company is Rs. 50,00,00,000/- (Rupees Fifty Crore Only) divided into 5,00,00,000 (Five Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each via shareholders' approval dated 13th August, 2020.

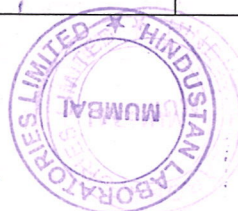
***The Object clause of the Company has been amended via board resolution in their meeting dated 12/12/2020 further approved by the shareholders of the Company at their meeting held on 14/12/2020.**

The revised Authorized share capital of the Company is Rs. 60,00,00,000/- (Rupees Sixty Crore Only) divided into 6,00,00,000 (Six Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each via shareholders' approval dated 20th September, 2025.



S.No.	Subscriber Details					
	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of shares taken		DSC	Dated
1	RAJESH V. DOSHI DIRECTOR A/301, ADITYA TOWER, CHANDAVARKAR ROAD, BORIVALI WEST, MUMBAI- 400092	02898380	8500	Equity	RAJESH VASANT RAY DOSHI <small>Digital signature of RAJESH V. DOSHI Date: 2017.05.19 16:55:02 CIN: 27060032700</small>	

Signed before Me				
Name	Address, Description and Occupation	DIN/PAN/Passport Number/ Membership Number	DSC	Dated



FCS	SHAILESH KACHALIA S/O AMICHAND KACHALIA	OM SRI CHS LTD, A/7, NEAR SHANTI ASHRAM, OFF LINK ROAD, BORIVALI WEST MUMBAI 400103. PRACTISING COMPANY SECRETARY	1391	SHAILESH SH AMICH AND KACHA LIA	Digitally signed by SHAILESH AMICHAND KACHALIA Date: 2017.05.19 20:34:15 +05'30'	19/05/17
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