

THE COMPANIES ACT, 1956.
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
SAVA MEDICA LIMITED

I. The name of the Company is SAVA MEDICA LIMITED.

II. ¹ The Registered Office of the Company will be situated in the State of Gujarat within the jurisdiction of Registrar of Companies, Ahmedabad.

III. The objects for which the Company is established are:-

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

1. To carry on the business of manufacturing, contract manufacturing, buying, selling, importing, exporting, processing, packaging, re-packing, labelling and trading in allopathic, ayurvedic, and homeopathic medicines, medical and pharmaceutical products and providing services related thereto.

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

2. To construct or to acquire by purchase or lease for the purpose of the business of the Company, any immovable or movable property and any rights or privileges which the Company may think necessary or convenient for the purpose of its business and in particular any land, buildings, rights of way, licences, concessions, privileges and either to retain any property so acquired for the purpose of the Company's business or to turn the same to account as may seem expedient.
3. To apply for, purchase or acquire, protect, renew and exercise, licences in respect of and to sell, let or turn to account any inventions, licences, concessions, rights or privileges belonging to the Company or which it may acquire, or any interest in the same, to apply for, take out and register any patent or patents for any invention or inventions or obtain exclusive or other privileges in any part of the world in respect thereof.
4. To search for and to purchase or acquire from any Government, State or other authority any licence, concessions, grants, quota rights, decrees, rights, powers and privileges as may seem to the Company of capable of being turned to account and to work, develop, carry out, exercise and turn to account the same, and to comply with any such arrangements, rights privileges, concessions and the like.
5. To enter into partnership, joint venture, licence arrangement or any arrangement in any part of the world for sharing of profits, union of interest or technical know-how with any person, firm or Company carrying on or engaged in or proposing to carry on or engage in any business transaction within the objects of the Company, to pay in cash or in shares of the Company or both for consideration of such arrangement and to give guarantees or assurances for and on behalf of any person, Company or firm whether under the same management or not for mutual benefit.

¹ Altered vide Special Resolution passed at the Extra-Ordinary General Meeting of the Company held on 20th December ,2019.The Approval received from the Regional Director (Western Region), Mumbai vide order dated 22nd September 2020.

6. To take or acquire and hold shares and other securities in any other company having similar objects.
7. To promote or join in the promotion of any Company or Companies having similar objects in any part of the world for the purpose of acquiring all or any of the property, rights and liabilities of that Company and to take or undertake shares or securities therein.
8. To amalgamate with any other Company whose objects are or include objects similar to those of the Company whether by sale or purchase of the undertaking subject to the liabilities of this or any such other Company as aforesaid with or without winding up or by sale or purchase of all or a controlling interest in the shares or stock of this or any other Company as aforesaid.
9. To purchase or acquire and undertake the whole or any part of the business, rights to trade marks, patents, copyrights and assets and liabilities of any person, firm or Company carrying on any business which the Company is authorised to carry on, or rights suitable for any of the purposes of the Company and to purchase, acquire, sell and deal in property, shares, stocks, debentures or debenture stock, intellectual rights, trade marks, copyright or patents of any such person, firm or Company and to conduct, make or carry into effect any arrangements with regard to winding up of the business of any person, firm or Company.
10. To establish units or set up branches or liaison centres or appoint agencies in India or in any part of the world for or in connection with the objects of the Company.
11. To enter into technical collaboration and/or joint venture for import of technical knowhow, expertise, technical designs, drawings, layouts and technical data subject to approval of the Central Government and Reserve Bank of India if applicable and to establish, provide, maintain and conduct or subsidise research laboratories and experimental workshops for scientific research and experiments; to undertake and carry on scientific and technical research, experiments and tests of all kinds, to promote studies and research for both scientific and technical inventions by providing, subsidising and endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing or contributing to the remuneration of scientific or technical Professors or Teachers and by providing or contributing to the award of Scholarships, Chairs, Prizes or grants to students or otherwise and generally to encourage, promote and reward studies, research or investigations of any kind that may be considered likely to assist any business which the Company is authorised to carry on.
12. To carry out in any part of the world the objects as principals, or agents either alone or in conjunction with any other person, individual, firm, association, corporate body, municipality, Government or semi-Government authority.
13. To construct or to acquire by purchase or lease for the purpose of the business of the Company, any immovable or movable property and any rights or privileges which the Company may think necessary or convenient for the purpose of its business.
14. To advance, or employ the money belonging or entrusted to the Company in or upon securities of shares or other movable or immovable property or without security upon such terms as may be thought proper and from time to time to vary such transactions and investments in such manner as the Company may think fit provided that the Company shall not carry on the business of Banking as defined by the Banking Regulation Act, 1949.
15. To borrow or raise money or secure the payment of money in particular by the issue of debentures or debenture stock convertible into the shares of this or any other Company or perpetual debenture annuities, and in security of any such money so borrowed raised or received to mortgage pledge or charge the whole or any part of the property, assets or revenue of the Company, present or future, including its uncalled capital subject to the provisions of Section 58-A of the Companies Act, 1956 and directives given from time to time by the Reserve Bank of India.

16. To procure the recognition of the Company in any country, state or place and to establish and regulate agencies for the purpose of the Company's business and to apply or join in applying to any Parliament, Legislature, Local Municipal Authority or body, or institution, Indian or foreign, for any Acts of Parliament, Laws, resolutions, decrees, concessions, orders, rights or privileges that may seem conducive to the Company's objects or any of them and to oppose any proceeds or applications which may seem calculated directly or indirectly to be prejudicial to the interests of the Company or which may be affecting the Company's interests.
17. 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 and exhibition of works of art and display, by publication of books and periodicals and by granting prizes, rewards, donations and gifts.
18. To open current or fixed deposit and other accounts with any bank and to pay into and draw money from such accounts.
19. To draw, accept, make, endorse, discount, negotiate or transfer promissory notes, hundies or bills of exchange, bills of lading and other negotiable instruments in connection with the business of the Company.
20. To give guarantee or provide any security in connection with any loan made by any bank or financial institution.
21. To pay out of the funds of the Company all expenses which the Company may lawfully pay with respect to the promotion, formation and registration of the Company, or the issue of its capital including brokerage and commission for obtaining applications for taking, placing, underwriting or procuring the underwriting of shares, debentures or other securities of the Company, and to remunerate any person, firm or Company for services rendered or to be rendered in connection with the formation, promotion, establishment or registration of the Company or conduct, management, expansion or any other aspect of its business.
22. To pay all the preliminary expenses of any Company promoted by the Company or any Company in which this Company is or may contemplate being interested, and preliminary expenses may include all or any part of the costs and expenses of any business or property acquired by the Company.
23. To remunerate the directors and the servants of the Company for services rendered and also out of and in proportion to the profits of the Company as may be thought fit, including by issue of Sweat Equity shares in accordance with the guidelines laid down by the Central Government in this regard.
24. To refer or agree to refer any claims, demands, disputes or any other questions by or against the Company, or in which the Company is interested or concerned, and whether between the Company and a member or his or their representatives or between the Company and a third party, to arbitration in or at any place outside India and to observe and to perform all necessary acts, deeds or things to carry out or enforce the award.
25. To indemnify the directors, officers, agents and servants of the Company against proceedings, costs, damages, claims and demands in respect of anything done or ordered to be done by them for and in the interests of the Company or for any loss, damage or misfortune which may be caused in execution of the duties of their office or in relation thereto.
26. To insure the whole or any part of the property of the Company either fully or partially to protect and indemnify any part or portion thereof.

27. To establish and support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences calculated to benefit employees or ex employees of the Company or its predecessors in business or the dependents of such persons and to grant permissions and allowances and to make payment towards insurance and to contribute, donate, subscribe or guarantee money for charitable or benevolent objects or for any exhibition or for any public, general or useful object.
28. To provide for the welfare of Directors or ex-Directors or employees or ex-employees of the Company and the wives and families and dependents of such persons, by grants of money, pensions, allowances, bonus or other funds.
29. To give donations or gifts to persons including shareholders and to subscribe or contribute or otherwise to guarantee money to charitable, benevolent, religious, scientific, national, public or other institutions or objects which shall have any moral or other claims to support or aid by the Company either by reason of the locality of operation or of public and general utility or otherwise, provided however, in case of any such donation, subscription or contribution made or given to any one for any purpose,
- the said donation shall be in accordance with the provisions of any law for the time being in force and applicable thereto.
30. To assume such social responsibilities and obligations as may from time to time be decided, depending upon the ideologies and social values prevalent at that time and to assist the Government in achieving its various socio-economic goals.
31. To distribute in specie any property of the Company among the members in the event of winding up, subject to the provisions of the Companies Act, 1956.

C. OTHER OBJECTS: (NOT INCLUDED IN A AND B ABOVE)

NIL

IV. The liability of the members is limited.

V. The Authorized Share Capital of the Company is Rs. 10,00,00,000/- (Rupees Ten Crores only) divided into 10,00,000 (Ten Lacs) Equity Shares of Rs. 100/- (Rupees One Hundred only) each. The minimum paid up share capital of the company shall be Rs. 5,00,000/- (Rupees Five Lacs only)

(Clause V altered vide Ordinary Resolution passed at the Extraordinary General Meeting of the Members of the Company held on 09th March, 2012).