

THE COMPANIES ACT, 2013

MEMORANDUM OF ASSOCIATION

OF

**CHEMKART INDIA LIMITED \***

[Company Limited by Shares]

- I. The Name of the Company is "CHEMKART INDIA 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 engage in importing and trading of food ingredients.
  2. To engage in the business of manufacturing of health supplements and online sales of health supplements.

**[B] Matters which are necessary for furtherance of the objects specified in clause III(a) are :-**

1. To carry on business and to establish, develop and promote manufacturing, processing, buying, packaging, marketing, importing, exporting, selling or/and dealing in all kinds of food ingredients, food supplements, food additives, food thickeners, sweeteners, preservatives, vitamins, amino acids, nutritional supplements, herbal extract and any other drugs and medicines.
2. To prepare, manufacture, trade, import, export, improve, process, sell and carry on the business of canners, preservers, medicines, drinks, fluids and other and generally to carry on the manufacturing of mixtures, juices, powder (edible) drinks, beverages, gelatins, essences etc.
3. To manufacture, prepare, import, export, buy, sell, supply, distribute, store, stock, maintain and otherwise handle, deal in and carry on business in all kinds and varieties of patent and non patent medicines, drugs, mixtures, formulations, capsules, tablets, pills, powders, pharmaceuticals, chemicals, medicals and medicinal products and such other items as applicable from time to time.
4. To carry on the business of preparing, manufacturing of basic drugs, analytical chemists, druggists, dry-salters, and manufacturers, importers, re-packers of and dealers in pharmaceutical, chemicals, biological, biochemical, electrolytic drugs, fine chemicals, ingredients, products and compounds.

*\*The Company has been converted from Private Limited Company to Public Limited Company "CHEMKART INDIA LIMITED" vide Special Resolution passed at the Extra Ordinary General Meeting held on Friday 16<sup>th</sup> August, 2024.*



5. To carry on the business of Online shopping, marketing of consumer and other goods, internet advertising and marketing, creating virtual malls, stores, shops, creating shopping catalogues, providing secured payment processing, net commerce solutions for business to business and business to consumers. To promote, encourage, advise and help indigenous industrial, chemical and agricultural enterprises or concern in India or abroad, and to promote, incorporate, register, establish, set-up, form, dissolve, close, wind-up any subsidiary, joint venture, company, firm, society, limited liability partnership, association of persons, trusts, body corporate or legal entity in India or abroad and to pay for all cost, including underwriting and other commission, broker's fee and any other charges and expenses connected therewith.
6. To open, establish, operate, close, dissolve branches, units or agencies in India or abroad and to apply for, obtain, procure any statutory or other powers, rights, concession, registration, license, permission, or recognition for the Company or its branches, units or agencies in India or abroad, and to do all such acts, deeds and things as may be necessary for carrying on any business or activity of such branches, units or agencies of the Company under the applicable laws or regulations.
7. To purchase, acquire, undertake or takeover either whole or part of any business, undertakings, units, assets, goodwill, patents, properties, rights, liabilities of any person including firm, limited liability partnership, association of persons, body corporate or any other entity, whether in India or abroad, including by way of participation, in bidding, e-tendering or auctioning in relation to, inter-alia, distressed asset sale or by any other mechanism instituted by the Government for disposing off the assets including stressed assets or otherwise and to conduct, make or carry into effect any arrangement in regard to the liquidation, or dissolution, or winding up of the business of any such person(s).
8. To enter into any scheme of arrangement, amalgamation, merger, de-merger or restructuring and to amalgamate, merge, demerge, or otherwise restructure with any person including firm, limited liability partnership, association of persons, body corporate, foreign company, subsidiaries, associates, joint ventures or any other entity.
9. To enter into partnership, joint venture, alliance, or any arrangement, including arrangement of profit sharing, union of interest, reciprocal concessions or co-operation with any person, including firm, body corporate, other entities, whether incorporated or not, whether in India or abroad, carrying on or engaged in, or about 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 therewith or which is capable of being conducted so as to benefit the Company, directly or indirectly and to acquire individually or jointly the securities of any other body corporate having objects altogether, or in part similar, to these objects.
10. To invest or deal with the moneys of the Company (including the money's not immediately required) in such manner as may from time to time be determined and to invest, acquire, subscribe, purchase, hold, sell, mortgage, pledge, endorse, discount, assign, divest or otherwise deal in any securities, hybrid securities, commercial papers, Government securities/bonds, fixed deposits, units of mutual funds or instruments of any kind or description for strategic purposes or otherwise, whether in India or abroad.
11. To lend or deposit money or any other property to any entity, person, company or body corporate with or without security.
12. To borrow, raise or receive money or avail fund based or non-fund based facilities from any bank, financial institution, body corporate or any other person, whether in India or abroad, at interest or otherwise, in such a manner as the Company may think fit, including by way of issuance of securities, with or without any security or charge or encumbrance on the Company's properties.



13. Without prejudice to generality of the sub-clause mentioned herein above, to mortgage, hypothecate, pledge, or create charge on the whole or any part of the property, assets, rights, interest, lien, titles or revenue or profits of the Company, whether present or future, including its uncalled capital or to transfer or convey the same absolutely or in trust and to give the mortgage-holder, charge-holder or pledge-holder, power to sell, assign, exchange, grant leases, licenses easements and improve, manage, develop and turn to account, or otherwise dispose of or deal with in any manner the whole or any part of the properties, assets, investments, undertaking(s), rights, concessions and effects of the Company in such manner as the Company may think appropriate and to guarantee performance of contracts or obligations of all kinds.
14. To enter into any arrangement including agreement, contract or memorandum of understanding with any person including firm, limited liability partnership, association of persons, body corporate, any Government or other authorities, or any other entity, whether in India or abroad, that may seem conducive to the attainment of the Company's objects and to obtain any rights, privileges, grant, subsidy, concessions which the Company may consider necessary or desirable for obtaining, and carrying out or complying with any such arrangement.
15. To negotiate and enter into agreements, contracts, or collaborate with any person including individual, firm, limited liability partnership, association of persons, body corporate, or any other entity, whether in India or abroad, for supplying or procuring technical assistance, knowhow in the manufacturing, marketing, importing, exporting of any product.
16. To apply for and participate in any tender, bidding process or registration with Government bodies for the supply of medicines or to otherwise acquire any Government contracts or concessions in relation to the supply of medicines and to undertake and fulfill requirements on being successfully awarded supply contracts.
17. To apply for, register, purchase, or otherwise acquire, sell, dispose of, transfer, exchange, use, exercise, develop, protect, prolong and renew, procure, grant license or permit use of any patents, brevet d' inventions, formula, new product, trademarks, trade names, designs, knowhow, trade-secrets, licenses, concessions, or the like conferring exclusive or non-exclusive or limited right to use the same or any secret or information as to any invention or process of manufacture which may seem capable or being used for the purposes of the business, and to do all such acts, deeds and things as may be necessary in furtherance of the above.
18. To donate, give, gift, subscribe or contribute or otherwise to assist in cash or in kind or to guarantee money or property of any kind and description, to any charitable, benevolent, religious, political, scientific institution, club, society, research association, fund, university, college or members and public in general or for such other useful objects, including incurring expenditure for promoting and/or sponsoring activities as a part of corporate social responsibility.
19. To remunerate any person including, firm, limited liability partnership, association of person, body corporate or any other entity, whether in India or abroad, for services rendered or to be rendered in placing, or assisting to place, or guaranteeing the placing of any of the shares in the Company's capital, or any debentures, debenture-stock, or other securities of the Company or in the conduct of its business as will be conducive to the attainment of the objects of the Company.
20. To draw, buy, sell, make, accept, endorse, encash, discount, issue, negotiate, assign, execute or otherwise deal in promissory notes, bills of exchange, cheques, drafts, hundies, and other negotiable instruments or commercial or mercantile instruments.



21. To open, close, modify or operate bank accounts of all kinds, including cash credit or overdraft accounts with any bank, financial institution, company, shroffs, merchants, and other eligible and competent entities and to pay into and draw money from such accounts and operate such account.
22. To accept gifts, bequests, devices, subsidy, grant, assistance and donations from any Government, agency, members and others.
23. To do all or any of the above things in India or any part of the world as principal, agent, contractor, trustee or otherwise and either alone or in conjunction with other(s) and to undertake the management of the other company or companies and to carry on the business, and to act as merchants, traders, commission agents, selling agent, purchasing agent, mucedums, carriers, merchants, landing and forwarding agent, broker, importers, and exporters, and to import, export, buy, sell, barter, exchange, , make advances upon or otherwise deal in goods, produce, articles, and merchandise of all kinds and description.
24. To advertise or adopt such means of making known the Company, its brand or its business activities or any articles or goods traded in or dealt with by the Company in any way as may be expedient whether electronic, print, digital or social media, press, public places and theatres, radio, television, circular, purchase and exhibition or work of arts or interest, or by any other mode including conducting of competitions, exhibitions and giving of prizes, rewards and donations and to print and publish, or have printed and published, journals, periodicals, newspapers, books, booklets, pamphlets, handbills, and advertisement materials.
25. To settle, establish undertake and execute any trust, the undertaking whereof may seem desirable either gratuitously or otherwise or appoint, change, or remove trustees or amend the trust deeds.
26. To become member of any other bodies or persons, associations, institutions, clubs, societies, and bodies corporate including companies limited by guarantee whether formed for profit or non-profit making activities.
27. To provide for the welfare of the employees or ex-employees of the Company and its subsidiaries and the spouse, widows, families or dependents or connections of such employees by building or contributing to the building of houses or dwellings, or by grant of money, pensions, gratuity, bonus, payment towards insurance or other payment or by creating from time to time, subscribing or contributing to, adding or supporting provident funds or trusts or conveniences and by providing medical and other attendance and other assistance as the Company may think appropriate.
28. To distribute any of the properties of the Company amongst the members in specie or kind upon the winding up of the Company.
29. To institute, conduct, defend or compound any legal proceedings by or against the Company or its holding, subsidiary or associate, joint venture or affiliates or officers thereof or otherwise concerning their affairs and pay, satisfy or compromise any claim made against the Company or any of its officers notwithstanding that the claim may not be valid at law and to initiate or refer or agree to refer any claims, demands, disputes or any other question by or against the Company, or in which the Company is interested or concerned, to arbitration or conciliation of any dispute present or future, between the Company and other party and to submit the same to arbitration or conciliation in India or abroad and to observe, perform and do all acts, deeds, matters and things to carry out or enforce the awards.
30. To do all such other things as are incidental or conducive to the attainment or in furtherance of the objects specified in clause III(A) as above.



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 Rs. 25,00,00,000/- (Rupees Twenty Five Crore Only) divided into 2,50,00,000/- (Two Core Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each.\*\*\*##

*\*\* Increase in Authorized Share capital of the company from 5,00,000/- (Rupees Five Lakhs Only) to 1,50,00,000/- (Rupees One Crore Fifty Lakhs Only) vide Special Resolution passed at Extra - Ordinary General Meeting (EOGM) of the company held on Friday, 25<sup>th</sup> February, 2022.*

*## Increase in Authorized Share capital of the company from 1,50,00,000/- (Rupees One Crore Fifty Lakhs Only) to 25,00,00,000/- (Rupees Twenty-Five Crore Only) vide Ordinary Resolution passed at Extra - Ordinary General Meeting (EOGM) of the company held on Monday, 04<sup>th</sup> March, 2024.*



VI. 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 against our respective names:

S.No.	Subscriber Details					
	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of shares taken		DSC	Dated
1	MR. ANKIT SHAILESH MEHTA - Promoter A/201, Nandadevi CHS, CTS No.6, Prabhat Colony, Road no 8, Near Yatri hotel. Santacruz East, Mumbai - 400055 Occupation : Business	06792217	5000	Equity	ANKIT SHAILESH MEHTA	28/02/20
2	MRS. PARUL MEHTA - Promoter A/201, Nandadevi CHS, Prabhat Colony, Road no 8, Near Yatri hotel. Santacruz East, Mumbai - 400055 Occupation : Business	ADFPA9422N	5000	Equity	PARUL SHAILESH MEHTA	28/02/20
Total Shares taken			10,000.00	Equity		

Signed before Me					
Name	Address, Description and Occupation		DIN/PAN/Passport Number/ Membership Number	DSC	Dated
ACA	ABHISHEK ASHOK MEHTA	301/A, RAHUL APARTMENT, SV ROAD, ANDHERI WEST, MUMBAI-400058 OCCUPATION-CHARTERED ACCOUNTANT	165275	ABHISHEK ASHOK MEHTA	28/02/20

