



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

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OF

BLUE JET HEALTHCARE LIMITED

I. The name of the company is **BLUE JET HEALTHCARE LIMITED.**

(Adopted by Special Resolution passed on the May 5, 2022)

II. The Registered office of the company will be situated in **STATE OF MAHARASHTRA.**
i.e. within the jurisdiction of Registrar of Companies Mumbai, Maharashtra.

III. The objects for which the company is established are as follows: -

(A) THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE AS FOLLOWS: -

- (1) To carry on the business as manufacturers, buyers, sellers, importers, exporters, agents, representatives and dealing in all types of chemicals like bulk drugs and bulk formulated chemicals, intermediates, organic and inorganic chemicals, Pharmaceuticals, dyes and dye intermediates, dye fixatives, detergents, speciality chemicals, phytochemicals, Nutraceuticals and nutraceutical formulation, plant extracts and natural products, food additives, formulation, feed additives, cosmetic chemicals, flavours and fragrance, bio-chemicals, petroleum products and by-products, veterinary products, herbicides etc. To carry on the work of research, design, develop process and technology in respect of any/all of the above and subject the same to commercial exploitation.
- (2) To manufacture, buy, sell, refine, manipulate, import, export and deal in chemicals of any nature or kind whatsoever, organic or inorganic, and in light and heavy chemicals, alkalies, sulphuric, hydrochloric and other acids, tannis perfumes, essences, scents, and flavouring materials, saccharine, fixatives, blender and aromatic chemicals of all types (Synthetic or natural origin).
- (3) To manufacture, purchase, sell, import, export, and deal in patent medicines, and preparations and to carry on the business of chemists, druggists and dealers in all kinds of medicines, medical preparations and drugs whatsoever.
- (4) To carry on the business of manufactures and producers of and dealers in fats, fertilisers, manures, dyes, sprays, vermifuges, fungicides, insecticide, weedicides, bactericides, pesticides, disinfectants, fumigants, medicines, and remedies of all kinds for agricultural, fruit growing or other purposes, or as remedies for men, animals, or birds and whether produced from vegetable or animal matter or by any chemical process,
- (5) To carry on the business of manufacturers of and as dealers in and importers and distributors of chemicals and fine chemicals, required for and in the industries of and relating to paint and varnish, photographic chemicals, textile chemicals, pharmaceutical and cosmetic chemicals.
- (6) To buy, sell, supply, alter refine, manipulate, exchange, improve, prepare, manufacture, import, export, distribute, place on the market or otherwise deal in dyes, dyestuffs, plaster of paris, gypsum, plasters, fertilisers, salts, paints, glues, gums, oils; pigments, varnishes, compounds, organic, or mineral intermediates, laboratory reagents, pharmaceuticals, photographic, sizing, medicinal, chemical, industrial and other preparations and mineral or other waters.
- (7) To design, fabricate, manufacture, buy, sell, repair, convert alter or deal in plant and machineries, component parts, Apparatus, tools, utensils, things, accessories and fittings of all kinds used or capable of being used for any of the purposes of the company and generally, which are necessary or convenient for chemical, pharmaceutical and other allied industries, and to undertake and execute any contracts for work. involving the supply or use of any such machineries and to: carry out any auxiliary or other work comprised in such contracts.

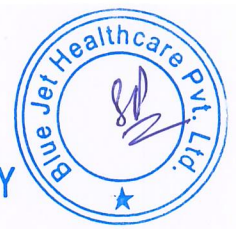


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- (8) To undertake and execute sole selling agencies and generally to act as representatives of manufacturers of all or any of the foregoing articles or commodities.

(B) OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF MAIN OBJECTS.

- (9) To produce, manufacture, sell, distribute, deal in and dispose of and/or to engage in the business of manufacturing and selling in raw materials of every class and description capable of being used in the aforesaid business of the Company or deemed to be necessary or desirable in the conduct of its business or any part thereof.
- (10) To erect, construct, work, maintain, improve or alter or assist in erection, construction, working, maintenance, improvement or alteration of any chemical, pharmaceutical, fertilizers or allied industries plants and other conveniences and to pull down, re-build and repair any of the same.
- (11) To buy, sell, manipulate, and deal both wholesale and retail in commodities, articles and things of all kinds, which can conveniently be dealt in by the Company in connection with any of its objects.
- (12) To apply for, purchase or otherwise acquire and obtain patents, trade marks, brevets invention, licences, permissions, concessions, processes and the like conferring any exclusive or limited right (either in point of time or otherwise) to use the same or any secret or other information as to any invention, which may seem capable of being used for any 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 to account any such patents, inventions, licences, permissions, concessions, processes and the like and the information acquired.
- (13) To expend money in experimenting upon and testing and improving or securing any process or processes, copy rights, patent or patents or protecting any invention or inventions, or copyrights, which the company may acquire or propose to acquire or deal with.
- (14) To enter into any arrangement with any government or authorities supreme, municipal, local or otherwise, that may seem conducive to the Company's objects or any of them, and to obtain from any such government or authority any rights, privileges and concessions, which the Company may think it desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- (15) To establish, provide maintain and conduct or otherwise subsidise research laboratories and experimental workshops for scientific and technical research and experiments, and to undertake and carry on with all scientific and technical research experiments and tests of all kinds and to promote studies and research both for scientific and technical investigation and invention by providing, subsidising, endowing or assisting laboratories, workshops, libraries, lectures, meetings, and conferences and generally to encourage, promote and reward studies, researches, investigations, experiments, tests, and invention of any kind that may be considered likely to assist any of the business, which the Company is authorised to carry on.
- (16) To enter into partnership or into any arrangement for sharing profits, amalgamation, union of interest, co-operation, joint adventure, reciprocal concession or otherwise with any person, firm or company carrying on or engaged in or about to carry on or engaged in any business or transaction, which this company is authorised to carry on or engaged in or any business undertaking or transaction, which may seem capable of being carried on or conducted so as directly or indirectly to benefit the company and to lend money to, guarantee the contracts of or otherwise assist any such person, firm or company, and to place, take or otherwise acquire and hold shares or securities of any such person, firm or company and to sell, hold, re-issue with or without guarantee or otherwise deal with the same.
- (17) To take or otherwise acquire and 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 this company
- (18) To purchase or otherwise acquire and undertake the whole or any part of the business, property, rights and liabilities of any person, firm or company, carrying on any business which this company is authorised to carry on or possessed of property or rights suitable for any of the purpose of the 'Company, and to purchase, acquire, sell and deal in property, shares, stock, debentures or debenture stock of any such person, firm or company and to conduct, make or carry into effect any arrangements in regard to the winding up of the business of any such persons, firm or company :



- (19) To acquire by purchase, lease, licence or in any other manner or to enter into any agreement whatsoever and whether by way of agency, bailment, partnership, joint venture, sharing of profits or co-operation with any corporation, company, firm or person for the working of the whole or such part or parts as may be thought fit of any undertaking or business, including therein goodwill and connections, installations, lands, buildings, plants, machinery, equipment, apparatus, rights, licences, patents, patent licences, contracts, agreements, privilege, assets, obligations and liabilities and either in conjunction with or independently of any other business which the Company is authorised to do.
- (20) To purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges, which the company may think necessary or convenient for the purpose of the Company.
- (21) To procure the incorporation, registration or other 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 for or join in applying to any Parliament, Government, Local, Municipal or other authority or body, Indian or Foreign and to obtain or in any way assist in obtaining any acts of Parliament, Laws, decrees, concessions, orders, rights, or privileges that may seem conducive to the Company's objects or any of them and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interest.
- (22) To enter into all sorts of internal and/or external foreign collaboration, technical assistance, financial or commercial arrangement, including for fulfillment of any objects herein contained
- (23) To carry on the business of merchants, financiers, managing agents and agents of all kinds in any form and any other business which may seem to the Company capable of being conveniently carried on in connection with any of the above business or calculated directly or indirectly to enhance the value of and render profitable any of the property or rights of the Company and in particular to act as agents, trustees, guarantors, financiers or del-credere agents, distributors, sole concessionaries for other companies, individuals, firms or corporations either in India or abroad.
- (24) To invest and deal with the moneys of the Company not immediately required, upon such stocks, shares and securities and in such manner as may from time to time be determined.
- (25) To invest money on the security of any property, movable or immovable and generally to lend and advance money to such persons and upon such terms and subject to such conditions as may seem expedient and without prejudice to the generality of the foregoing words, in particular to lend money to the farmers, agriculturists, merchants, manufacturers and others without security or on the security of raw materials, components, and machinery;
- (26) To lend, invest or otherwise employ moneys belonging to or entrusted to the Company upon securities and shares or other moveable or immovable property with 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 ;
- (27) To receive money on deposit and interest or otherwise and to lend money on mortgage of immovable property or on hypothecation or pledge of moveable property or without any security to such person and on such terms as may seem expedient and in particular to customers or/and persons having dealings with the Company, provided that the Company shall not carry on the business of Banking as defined in Banking Companies Act, 1949 ;
- (28) To borrow or raise or secure the payment of money or to receive money on deposit at interest for any of the purpose of the Company and at such time or times and in such manner as may be thought fit by promissory notes or by taking credits in or opening current or overdraft accounts with any persons, firm, bank or Company and whether, with or without security by such other means as the Directors may in their absolute discretion deem expedient and in particular by the issue of debentures or debenture stock, convertible into shares of this or any other company or perpetual annuities and as securities for any such money so borrowed raised or received or of any such debentures, debenture stock so issued, 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 assignment or otherwise or to transfer or convey the same absolutely or in trust and to give the lender power of: sale and other powers as may deem expedient and to purchase, redeem or pay off any such securities ;

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- (29) To make arrangements for financing the Company's business activities and for the said purpose to secure loans or credits: from any financial institution and/or banks and/or persons, firms or companies and for the said purpose to execute all such documents as may be required and to encumber, deal with or charge any properties or assets of the Company;
- (30) To sell and in any other manner deal with or dispose of the undertaking or property of the Company or any part thereof; for such consideration as the Company may think fit and in particular for shares, debentures and other securities of any other company having objects altogether or in part similar to those of the Company;
- (31) To let, mortgage, charge, sell or otherwise dispose of any property of the Company either absolutely or conditionally and in such manner and upon such terms and conditions in all respects as may be thought fit and to accept payment or satisfaction for the same in cash or otherwise;
- (32) To draw, accept, make, endorse, execute, issue, discount and negotiate and transfer promissory notes, hundies, bills of lading, debentures and other negotiable or transferable instruments in connection with the business of the Company;
- (33) To pay all the costs, charges and expenses of and incidental to the promotion, registration and establishment of the Company, and the issue of its capital, including any other commissions, fees and charges in connection therewith;
- (34) To remunerate any person, firm, company including Banks and other financial institutions and insurance companies, for services rendered or to be rendered in placing or assisting to place or guaranteeing of any of the shares in the Company's capital or any debentures or debenture stock or any of the securities of the Company or conduct of its business or performances of any of its obligations or liabilities ;
- (35) To place to reserve or to distribute as bonus among the members or otherwise to apply as the Company may from time to time think fit any moneys received by way of premium on shares or debentures issued at a premium by the Company and any moneys received in respect of dividends accrued on forfeited shares and moneys arising from the sale by the Company of forfeited share or from unclaimed dividend.
- (36) To create any Depreciation Fund, Reserve Fund, Sinking Fund, Insurance Fund, Development Rebate Fund, or any other special fund, whether for depreciation or for repairing, improving, extending or maintaining any of the property of the Company or for any other purposes conducive to the interest of the Company;
- (37) To establish and support or aid in establishment and support of associations, institutions, funds, trusts and conveniences calculated to benefit employees or ex-employees of the Company or the dependents or relatives of such persons and to grant pensions and allowances and gratuities and to make payments towards insurance and to subscribe, contribute or guarantee money for charitable, religious or benevolent objects or for any exhibition or for any public, general or useful objects ;
- (38) To provide for welfare of employees or ex-employees of the Company and the wives, widows and families or the dependents or connections of such persons by building or contributing to the building of houses, dwellings or chawls, or by grants of money, pensions, allowances, bonus or other payment or by creating and from time to time subscribing or contributing to provident Fund and other associations, institutions, funds or trusts and by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and other attendance and other assistance as the Company shall think fit, and to subscribe or contribute or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national or other institutions or objects which shall have any moral or other claim to support or aid by the Company either by means of locality of operation or of public and general utility or otherwise ;
- (39) To indemnify members, officers, directors, 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 interests of the Company or any loss, damage or misfortune whatever which shall happen in execution of the duties of their office or in relation thereof;
- (40) To accumulate capital from the profits of the Company for any of the purposes of the Company and to use and appropriate the same or any of the Company's assets either conditionally or unconditionally to specific purposes, to accumulate funds and to admit any person or persons, who have a moral or legal claim thereto, to participate in the profits and assets of the Company;



- (41) To do all or any of the above things and all such other things as are incidental or may be thought conducive to the attainment of the above objects or any of them in any part of the world, and as principals, agents, contractors, trustees or otherwise and by or through trustees, agents or otherwise and either alone or in conjunction with others:

(C) OTHER OBJECTS OF THE COMPANY NOT INCLUDED IN SUB CLAUSES (A) AND (B): -

- (42) To carry on the business of makers and dealers in surgical instruments, appliances of artificial limbs, eyes and other aids for relief or defect of body or sight or hearing and to make and deal in all requisites for hospitals, patients, and invalids.
- (43) To carry on business and to act as cloth merchants, traders, commission agents, brokers, guarantee brokers, secretaries and treasurers, publicity agents, jobbers, indenters, indenting agents, canvassers, advertising agents, forwarding agents, customs house clearing agents, transport agents and carriers, financiers, contractors, engineers, mechanics, ship owners and to export, import, buy, sell, barter, exchange, pledge, make advances upon and otherwise deal in gold, nonferrous metals, silver, bullion, stock, shares, seeds and merchandises of all kinds and kinds and description whatsoever;
- (44) To carry on the business as general contractors, general: merchants, general dealers, brokers, factors and commission agents, and to buy, sell and prepare for market all kinds of and varieties of agricultural produce and farm products and to carry on business as carriers by land and sea and so far as may be deemed expedient to carry on any other trade or business whatsoever which can be advantageously or conveniently carried on by the Company by way of extension of or in connection with any such business as aforesaid or is calculated directly or indirectly to develop any branch of the business of the Company or to increase the value or turn to account any of the Company's assets, properties or rights.
- (45) To carry on either as manufacturers, traders, exporters, importers, consignees, consignors, principals, owners, agents or factors and either wholesale or retail, all or any of the business following, that is to say; provisions, papers, spices, stores, consumable articles, oil-men stores restoratives, food, stationery, cordial, tobacco, ice, hardware, building requisites, carriers, house-agents, cement plumbing and sanitaryware, motors cars stores, petrol, machinery accessories and spares exhibitions, hotels, containers, astronomical, photographic, sound and surgical instruments, machines, and materials, gramophones, radios, televisions, transistors, lenses, fancy goods, coal, coke, gas, fuel, alcohol, sugar, mills, plastics, colours, rubber and rubber goods, running motor vehicles, electrical goods, cutlery, glassware, china, atomic and radio energy and power, aviation materials, lands, buildings, court yards, farms, houses, mill stores, machineries of all kinds and descriptions, electrical stores and business in all other goods, articles, merchandise, or things whether akin or adaptable or not to the nature of the business aforesaid :
- (46) To acquire by purchase, lease, exchange or otherwise land, building and hereditaments of any tenure or description situated in India or elsewhere and any state of interest therein and rights over or connected with the 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, altering, improving, decorating, furnishing and maintaining offices, flats, houses, factories, warehouses, shops, wharves, buildings, works and conveniences of all kinds and by consolidating or connecting or sub dividing properties and by leasing and disposing of the same and generally to deal in immovable properties of all descriptions and tenures by purchase and sale or otherwise as may be necessary or thought proper :
- (47) To manage land, buildings and other property situated as aforesaid, whether belonging to the Company or not and to collect rents and income, to supply to tenants and occupiers and others refreshments, attendance, messengers, light: waiting rooms, reading rooms, meetings rooms, lavatories and laundry convenience, electric convenience, stables and other advantages.
- (48) To manufacture, buy, sell, import, export, exchange, alter, improve, manipulate, prepare for market, and otherwise deal in all kinds of plant, machinery, apparatus, tools, utensils and things, necessary or convenient for carrying on the business of iron-founders, mechanical engineers, manufacturers of machinery and implements of all kinds, tool makers, brass founders, metal workers, mill-wrights, iron and steel converters, smiths, wood-workers, builders, painters, manufacturers of and dealers in electric, magnetic, galvanic and other apparatus and to erect construct work, maintain, improve, or alter or assist in the erection, construction, working, maintenance, improvement or alteration of any mills, factories, plants, machinery, building and other works and conveniences and to contribute to the expense of constructing, improving, maintaining and working any of the same and to pull down, re-build and repair any of the same.

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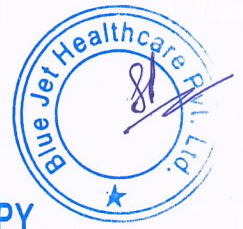


AND IT IS HEREBY DECLARED THAT: The word Company in this Memorandum when applied otherwise than to this Company shall be deemed to include any authority, partnership or other body of persons whether incorporated or not incorporated and whether domiciled in India or elsewhere.

IV. The liability of the members is limited.

V. "The Authorised Share Capital of the Company shall be ₹ 470,000,000/- (Rupees Four Hundred and Seventy Million) consisting of 225,000,000 (Two Hundred Twenty Five Million) Equity Shares of ₹ 2/- (Rupees Two) each and 2,000,000 (Two Million) Preference shares of ₹ 10/- (Rupees Ten) each."

**Clause V is replaced vide resolution passed in the Extra Ordinary General Meeting of the members of the Company held on December 24, 2021, pursuant to the approval of Subdivision of face value in Authorised Share Capital.*



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We, the several persons, whose names and address are subscribed, hereto are desirous of formed into a company in pursuance of this Memorandum of Association and respectively agree to take the number of shares in the capital of the company set opposite to our respective names.

Signature, Names, Address, Description and occupations of subscribers	Number of Shares taken by each subscriber	Signature, Names, Address, Description and occupations of Witness
Sd/- Mr. Trilokinath Sharma S/o Shri Baldev Dutt Sharma 706/1, Hospital Area Ulhasnagar III Dist Thana	50(Fifty) equity shares	Witness to subscriber No. 1 & 2 Sd/- B.F Doriawala C/o Habib & Co. 75, Mohamedally Road Bombay-400003
Sd/- Mr. Somprakash Garg S/o Sri Hiralal Garg 19/74 Section 17 Ulhasnagar-3 Dist Thane	50(Fifty)equity shares	

Dated the 27th day of November 1968 at Bombay