

[Pursuant to Schedule I (see sections 4 and 5) to the Companies Act, 2013] FORM NO. INC-33

SPIC e+MOA
(e-Memorandum of Association)

* Table applicable to company as notified under schedule I of the companies Act, 2013

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Table A- MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES

1. The Name of the Company is

KINDMANS LABORATORIES LIMITED

2. The Registered office of the company will be situated in the state of

Karnataka-KA

3.(a) The objects to be pursued by the company on its incorporation are

1. To carry on Business specializing in Pharmaceuticals Products/Services and Healthcare/Medical/Para Medical Instruments/ Devices in India or elsewhere in the world as manufacturers, marketer, researcher, contract-manufacturers, refiners, formulators, producers, processors, packers, traders, importers, exporters, buyers, sellers, agent, C&F Agent, contractors, exchangers, distributors, sub-distributor, collaborators, suppliers, merchants, consultants and dealers in all types, forms and kind of organic and inorganic medicines and drugs whether allopathic, ayurvedic, unani, homeopathies, herbal, veterinary drugs, pharmaceuticals, medical, chemical, parental preparation, tablets, capsules, syrups, salt, salt powder, oral liquid, ointments, powder, lotion, tonics, drops, injection, nutriments, nutraceuticals, dietary supplements, surgical items, disposables, consumables, implants, laboratory reagents and other external preparation, fine chemical, used in pharmaceutical and other preparations, ray, radium treatment, surgical/non-surgical medical items/ devices and scientific apparatus, Active Pharmaceutical Ingredient (API) and materials.

2. To run, maintain, manage, administer business verticals such as medical, research laboratories, clinics, pharmacies, health care centers, hospitals, diagnostic centers, surgical homes, dispensaries, maternity homes, intensive or critical care units, polyclinics, pediatrics clinics, sanatorium, nursing homes and rehabilitation centers.

3. To run, maintain, manage, administer core as well as auxiliary activities of other companies such as outsourcing jobs, operational managements, or any other activities similar to our area of expertise as applicable.

3.(b) Matters which are necessary for furtherance of the objects specified in clause 3(a) are

1. To set up infrastructure required to achieve the main objects of the Company.

2. To enter into contracts, agreements and arrangements with any other company for carrying out, by such other company on behalf of the Company, of any of the objects for which the company is formed.

3. To carry on the business whether of agency or otherwise which may seem to the company capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of or render more profitable any of the Company's undertakings or to advance or promote the object and interest of the Company.

4. Generally to purchase, to build or construct, to take on lease or in exchange or otherwise acquire any movable or immovable property and any rights or concessions which the Company may consider necessary or desirable.

5. To sell, let on lease / sub lease or on hire, mortgage or otherwise in any manner deal with or dispose of the property, assets or undertaking of the company or its subsidiaries or any other part thereof, for such consideration as the Company may think fit and in particular for shares, stocks, debentures and other securities of any other Company or bodies corporate having objects altogether or in part similar to those of the Company and if thought fit to distribute the same among the shareholders of this Company.

6. To promote and form any Company or Companies for any purpose and to transfer all or any of the property rights and liabilities of this

Company to that Company.

7. To apply for, purchase or otherwise acquire and protect, prolong and renew trademark, trade names, designs, secret processes, patents, patent rights, licenses, protection and concession, which may appear likely to be advantageous or useful to the Company and to spend money in experimenting and testing and improving or seeking to improve any patents, inventions or rights which the Company may acquire or propose to acquire or develop.

8. To enter into any agreement or agreements with any Government, State or Authority, Municipal, Local or otherwise and/or with any company, person or firm, which may seem to be of advantage to the Company and obtain from such Government, State or Authority, Municipal, Local or otherwise or company, person or firm, any rights, privileges or concessions and to carry out and exercise and comply with such arrangement or agreement.

9. To acquire by concession, grant, purchase, amalgamation, barter, lease, license or otherwise, either absolutely or conditionally and either solely or jointly with other lands, houses, estates, farms water rights, way lanes and other works, privileges, rights for machinery, plant and utensils and trademarks and other movable and immovable property of any description whatsoever at any place or places in India or in any foreign country and together with such rights as may be agreed upon and granted by Government or the owners thereof and to expend such sums of money as may be deemed requisite and advisable in the exploration, survey, cultivation and development thereof.

10. To enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint venture, reciprocal concession or otherwise with any person, firm or company carrying on or engaged in or about to carry on or engage in, any business, or undertaking or transaction which may seem capable of being carried on or conducted so as to, directly or indirectly, benefit the Company, to guarantee the contracts or otherwise assist any person or company and to take or otherwise acquire and hold shares or securities of any such person, firm or company and sell, hold, re-issue with or without guarantee or otherwise deal with such shares and securities.

11. To purchase or otherwise acquire and undertake the whole or any part of the business, property, goodwill, rights and liabilities of any person, firm or company carrying on any business and purchase, acquire apply for, hold, sell and deal in shares, stock, debentures or debenture stock of any such person, firm or company and to conduct, make or carry into effect any arrangement in regard to the winding up of the business of any such person, firm or company.

12. To establish, run, maintain training centers for imparting specialized training and to conduct professional development programs, seminars and workshops towards achieving the objects of the Company.

13. To promote any other company for the purpose of acquiring the whole or part of the business or property or undertaking, or any other liabilities of this Company, or for taking over any business or operations which may appear likely to assist or benefit this Company and to place or guarantee the placing of, underwrite or subscribe for or otherwise acquire all or any part of the shares or securities of any such Company aforesaid.

14. To amalgamate with any company or companies having objects altogether or in part similar to those of this Company.

15. To enter into agreements, contracts or collaboration with Indian or Foreign individuals, Governments, Companies, Banks, Financial Institutions or Corporations or other Organizations for technical, financial or any other assistance for carrying out all or any of the objects of the Company.

16. Subject to the provisions of Companies Act, 2013, to borrow or raise money in such a manner as the Company may think fit and in particular by issue of debentures, debenture stock, perpetual or otherwise and convertible or perpetual annuities, and in securities of the money so borrowed, the whole or any part of the property, assets or revenue of the Company, present or future, including its uncalled capital, by special assignment or otherwise, or to transfer and convert the powers as may deem fit, securities provided however, the Company shall not carry on the business of banking as defined in the Banking Regulation Act, 1949.

17. To take out any insurance that the company deems necessary or appropriate in connection with the ownership and maintenance of the business and to pay premium thereof.

18. To remunerate or make donations by cash or in kind or by the allotment of fully or partly paid shares, debentures, debenture stock, or securities of this or any other company, or in any other manner, whether out of the Company's capital, profits or otherwise, to any person, or firm or company for services rendered or to be rendered in introducing any property or business to the Company, or any other reason which the Company may think proper.

19. To pay all the costs, charges and expenses of and incidental to the promotion and registration and establishment of the Company including costs, charges, expenses of negotiations, contracts and agreements made prior to and in anticipation of the formation and incorporation of the Company.

20. To undertake and execute any trusts, the undertaking whereof may seem desirable either gratuitously or otherwise.

21. To draw, make, issue, accept and to endorse, discount and negotiate promissory notes, hundies, warrants, bills of exchange, bills of lading, delivery orders, warehouse keeper's certificates, and other negotiable or commercial or mercantile instruments in connection with the business of the Company.

22. To adopt, carry out or give effect to any pre-incorporation or post incorporation agreements, or arrangements or any modifications and amendments thereto, arrived at between the company's shareholders, promoters, and /or any Government authority (Central, State, Municipal local or otherwise), company (Whether incorporated in India or bodies corporate outside India), firm or person for promotion of the company provision of technical know-how and or royalty to the company and or in respect of any matters concerning, the affairs and business of the company.

23. Subject to the provisions of the Companies Act, 2013 and the Banking Regulation Act, 1949 to invest and deal with the moneys of the company, not immediately required, in such manner as may from time to time be determined like investing the surplus funds of the company in shares, stocks or securities of any company, debentures, debenture stocks or in any investments, short term and long term participation, term finance certificates, mutual funds and similar activates.
24. To guarantee the payment of money, unsecured by or payable under or in respect of Promissory Notes, Bonds, Debentures, Stock, Contracts, Mortgages, obligations, Instruments and Securities of any company or of any authority, supreme, municipal, local or otherwise of any person whomsoever whether Incorporated or not incorporated.
25. In the event of winding up and subject to the provisions of the Companies Act, 2013, to distribute among its members, in specie any property of the Company or any proceeds of the sale or disposal of property of the Company, but so that no distribution amounting to a reduction of capital be made except with the sanction, if any, for the time being required by law.
26. To hire engage or employ technical, professional advisors, consultants and experts to secure guidance, advice or reports in connection with the affairs of the Company and to otherwise hire, engage or employ from time to time such other personnel, staff and workers as maybe necessary or expedient for conduct and furtherance of the business of the Company.
27. To provide for the welfare of Directors, employees or ex- employees of the Company and the spouses, widows, families or dependents or relatives of such persons by building or contributing to the building of houses, dwelling 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, profit sharing schemes and other funds by providing or subscribing or contributing towards places of education or recreation, hospitals and dispensaries, medical and other assistance as the Company shall think fit.
28. Subject to the provisions of the Companies Act, 2013 and the Constitution of India to subscribe or contribute or to otherwise assist or to guarantee money to charitable, benevolent, religious, scientific, educational, literary, medical, national, public or any other institutions, funds, objects or purposes or for any exhibition, industrial fair or display.
29. To train or apply for the training in India or abroad of any member or any of the Company's employees or any other candidates in the interest of and for the furtherance of the company's business.
30. To place to reserve, or to distribute as dividend or bonus among the members, or to apply as the Company may from time to time think fit moneys received by way of premium on shares or debentures issued at a premium by the company and any moneys in respect of dividends accrued on forfeited shares and to distribute any property of the Company amongst the members in specie or kind in the event of winding up.
31. To establish branches or to appoint agents, stock distributors and representative in any part of the world for promoting the sale of any products / services of the Company and organize, and finance the trade of any such branches or agencies.
32. To institute and defend for promoting or protecting the interests of the Company in any legal forum or proceedings, enter into arbitration agreements and refer disputes to arbitration, pay, satisfy or receive payments in respect of or compound or compromise any claim, demand, action, suit or proceedings of any nature made or brought by or against the Company.
33. To open accounts with any individual, firm or Company or with bank or banks and to pay into and withdraw moneys form such account or accounts.
34. 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 or/ and either alone in conjunction with others.
35. To appoint Directors or Managers of any subsidiary company of any other company in which the Company is or may be interested.
36. To take part in the management, supervision and control of the business or operations of any Company or undertaking and for that purpose to appoint and remunerate any Director, trustees, accountants, or other experts or agents.
37. To develop, build, construct, alter, maintain, enlarge, pull down, remove, or replace and to work, manage and control any land, buildings, offices, factories, mills, shops, hotels, guest houses, machinery, engines, roads, ways, railways, bridges, warehouses, electric works and other works which may seem calculated directly to advance the interests of the Company and to join with any other person or company in doing the aforesaid things.

4.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.

5.The share capital of the company is rupees, divided into,

150,000.00	Equity	shares of	10.00	rupees each	,and
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- 6 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:
- I, whose name and address is given below, am desirous of forming a company in pursuance of this memorandum of association and agree to take all the shares in the capital of the company (Applicable in case of one person company):

S.No.	Subscriber Details					
	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of shares taken		DSC	Dated
1	MOHAMMED KAMARUL HAQUE S/O MOHAMMED AYUNUL HAQUE ADDRESS : AT/PO- NEULPUR, VIA- HARIDASPUR, PS-DHARMASALA, DIST- JAJPUR, JAJPUR ORISSA INDIA 755024 OCCUPATION : BUSINESS	07627111	105000	Equity	MOHAMMED KAMARUL HAQUE <small>Digitally signed by MOHAMMED KAMARUL HAQUE Date: 2022.01.21 19:41:52 +05'30'</small>	21/01/22
				Preference		
2	MOHAMMED AZAMUL HAQUE S/O MOHAMMED AENUL ADDRESS : AT- NEULPUR, P.O-HARIDASPUR, P.S-DHARMASALA, JAJPUR ORISSA INDIA 755024 OCCUPATION : BUSINESS	07274457	15000	Equity	MOHAMMED AZAMUL HAQUE <small>Digitally signed by MOHAMMED AZAMUL HAQUE Date: 2022.01.21 19:47:56 +05'30'</small>	21/01/22
				Preference		
3	FAMIDANAJ PERWEEN D/O MOHAMMED TAJIM ADDRESS : W/O-MOHAMMED KAMARUL HAQUE, NEULPUR JAJAPUR JAJAPUR ORISSA INDIA 755024 OCCUPATION : BUSINESS	09308388	15000	Equity	FAMIDANAJ PARWEEN <small>Digitally signed by FAMIDANAJ PARWEEN Date: 2022.01.21 19:54:11 +05'30'</small>	21/01/22
				Preference		
4	BIPIN BIHARI JENA S/O DURYODHAN JENA ADDRESS : NEULPUR, NEULPUR-382, JAJAPUR JAJAPUR ORISSA INDIA 755024 OCCUPATION : BUSINESS	09467807	3750	Equity	BIPIN BIHARI JENA <small>Digitally signed by BIPIN BIHARI JENA Date: 2022.01.21 19:48:20 +05'30'</small>	21/01/22
				Preference		
5	KALINGA SAHIL HAQUE S/O MOHAMMAD KAMARUL HAQUE ADDRESS: AT/PO NEULPUR JAPUR NEAR HAQUE VILLA, ODISHA, JAJPUR, ORISSA-INDIA 755024 OCCUPATION : SERVICE	BELPH2384J	3750	Equity	KALINGA SAHIL HAQUE <small>Digitally signed by KALINGA SAHIL HAQUE Date: 2022.01.21 19:44:13 +05'30'</small>	21/01/22
				Preference		
6	MOHAMMED SAHID JAMA S/O MOHAMMED TAZIM ADDRESS : AT-PO-NEULPUR-VIA-HARIDASPUR-PS-DHARAMASALA DISTRICT JAJPUR, JAJAPUR, ORISSA-INDIA 755024 OCCUPATION : SERVICE	APTPJ0942G	3750	Equity	MD SAHID JAMA <small>Digitally signed by MD SAHID JAMA Date: 2022.01.21 19:48:47 +05'30'</small>	21/01/22
				Preference		

S.No.	Subscriber Details					
	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of shares taken		DSC	Dated
7	NAFEES FAISAL HAQUE S/O MOHAMMED KAMARUL HAQUE ADDRESS : AT/PO NEULPUR VIA HARIDASPUR JAJPUR, JAJPUR, ORISSA-INDIA 755024 OCCUPATION : BUSINESS	AZBPH6455N	3750	Equity	NAFEES FAISAL HAQUE <small>Digitally signed by NAFEES FAISAL HAQUE Date: 2022.01.21 19:54:43 +05'30'</small>	21/01/22
				Preference		
Total Shares taken			150,000	Equity		
				Preference		

Signed before Me					
Name	Address, Description and Occupation		DIN/PAN/Passport Number/ Membership Number	DSC	Dated
FCA	VISHWAS SHETTY T	No.371, 1st Floor, 8th Main Road, Sadashivanagar, Bangalore 560080 Karnataka INDIA Occupation : Chartered Accountant	218619	Vishwas Shetty T <small>Digitally signed by Vishwas Shetty T Date: 2022.01.21 19:55:16 +05'30'</small>	21/01/22

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