

**INCORPORATED**  
**UNDER THE COMPANIES ACT 1956**  
**(1 OF 1956)**

**COMPANY LIMITED BY SHARES**  
**MEMORANDUM OF ASSOCIATION**

**OF**

**\* BALAJI SPECIALITY CHEMICALS LIMITED**

- I. The name of the company is “**BALAJI SPECIALITY CHEMICALS LIMITED**”
- II. The registered office of the company shall be situated in the State of Maharashtra, within the jurisdiction of the Registrar of Companies, Pune
- III. The objects for which the company is established are:
  - (A) **THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**
    1. To carry on business as manufacturers, dealers, distributors, merchants, exporters, importers, stockists and agents of Oxidation products, Amines, Amides, Higher Alcohols, Halogenated Products, Oxo products, Agrochemicals, Pesticides and their intermediates, dye stuffs and their intermediates, Drugs and intermediates, Fine Chemicals, Specialty Chemicals, Design and Fabrication of Chemical Plant Equipment, Catalysts and Enzymes and to manufacture, produce, refine, process, formulate, acquire, convert, sell, distribute, import, export, deal in either as principals or agents in organic and inorganic chemicals, alkalis, acids, gases, petrochemicals, salts, electro-chemicals, chemical elements and compound pesticides, insecticides, explosives, light and heavy chemicals of any nature used or capable of being used in the pharmaceuticals, textile industry, defence chemicals, fertilisers, petrochemicals and industrial chemicals and pesticides and insecticides, solvents of any mixtures derivatives and compounds thereof.

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*\*Shareholders of the Company in their extra ordinary general meeting held on 26.02.2022 has approved conversion of Company from Private Limited Company to Public Limited Company and approved by Registrar of Companies vide fresh certificate of incorporation on 17.03.2022 from “Balaji Speciality Chemicals Private Limited to Balaji Speciality Chemicals Limited”.*

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

2. To engage in the business of dealers, distributors, merchants, exporters, importers, stockists and agents of compound pesticides, insecticides, explosives, light and heavy chemicals of any nature used or capable of being used in the pharmaceuticals, textile industry, defence chemicals, fertilisers, petrochemicals and industrial chemicals and pesticides and insecticides, solvents of any mixtures derivatives and compounds thereof.
3. To render professional and technical consultancy including design and Engineering Services relating to the chemical, agro chemical, biology, bio- technology, bio- chemistry and herbal products industries.
4. To undertake, assist, procure or otherwise acquire or engage in all kinds, of developmental work, manufacturing, producing, processing, preparing, treating, buying, selling, importing, exporting, distribution, marketing and generally dealing in all kinds, varieties and descriptions of products in the field of biology, bio-technology, bio-chemistry including molecular and cell biology and to deal generally in all varieties of drugs and pharmaceuticals, medical diagnostics, vaccines, anti bodies, virulent bacteria, fermenters and other industrial bio products such as enzymes and gums.
5. To extract, manufacture, sell, import, export, and distribute all kinds of active ingredients from natural sources like plants, herbs, animals, subterranean and marine/aquatic sources, including vaccines serums, antibiotics and immunologies and sell them with or without processing.
6. To undertake, carryout, promote, sponsor or assist any activity likely to promote general welfare and uplift for the public or any section of the public, in such manner and by such means as the directors may think fit from time to time and to take up establishment of any medical or Scientific or Educational Research Centre or Trust, Institution or Fund having any of the aforesaid objects as one of its objects intended for collection of information and to advise on modern techniques for the benefit of the rural areas either by itself or through any of its Agencies or to provide funds for any such Research Centre established by any Public Trust which serves the needs of the rural public and to transfer assets or funds to the said Research Centre so established as the Directors may approve from time to time.
7. To acquire and undertake the whole or any part of the business which the company is authorized to carry on or proposes to carry on as deemed fit for the purpose of the company.
8. To enter into partnership / joint venture or any other arrangement for sharing profits, union of interest, co-operation, or reciprocal concession, with any person or company, whether in India or abroad, carrying on or engaged in or about to carry on or engaged in any business or transaction which the company is authorized to carry on.
9. To promote any company or companies, whether in India or abroad, for acquiring all or any of the property, rights and liabilities of the company, or for any other purpose, which may seem directly or indirectly calculated to benefit this company.
10. Generally to purchase, take on lease or in exchange, hire or otherwise acquire, any movable or immovable property and any rights or privileges which the company may think necessary or convenient for the purposes of its business and in particular any lands, buildings, casements.

11. To employ or otherwise acquire technical experts, engineers, professionals, valuers and other skilled and / or unskilled labour for any of the purpose or business of the company.
12. To sell, improve, manage, develop, exchange, lease, mortgage, franchise, dispose or turn to account or otherwise deal with all or any part of the property and rights of the company.
13. To apply for purchase or otherwise acquire any patents, breverts, inventions, licenses, concessions and the like conferring any exclusive or non exclusive or limited right to use, or any secret or other information's to any invention which may seem capable of being used for any of the purpose of the company.
14. To enter into arrangements 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 carryout, exercise and comply with any such arrangements, rights, privileges and concessions.
15. To apply for tender, purchase or otherwise acquire contracts, sub-contractors, licenses, and concessions for all or any of them to undertake, execute carryout dispose of or otherwise turn to a account the same and to subject all or any contracts from time to time and upon such terms and conditions as may be through expedient.
16. To pay, satisfy or compromise any claims made against the company, which it may seem expedient to pay, satisfy or compromise notwithstanding that the same may not be valid in law.
17. To borrow and secure the payment of money in such manner and on such terms as the Directors may deem expedient in addition to mortgage or charge the undertaking and all or any part of the property and rights of the company present or future, including uncalled capital.
18. To open an account or accounts with any person or company, or with any bank or bankers or sheriffs and to pay into and withdraw monies from such account or accounts whether there may be credit or otherwise.
19. To draw, make, accept, endorse, discount, execute and issue negotiate, assign, buy and sell and otherwise deal in Cheques, drafts, promissory notes, bills of exchange hundies, debentures, bonds, bills of lading, railway receipts, warrants and coupons and all other negotiable and transferable securities, instruments and documents.
20. To remunerate any person or company 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 or about the formation or promotion of the company, or the conduct of its business.
21. To adopt such means for making known the business and / or products of this company or any company in which this company is interested as its agent, representative or in any other way, by issue of circulars, posters, calendars, show cards, playing cards, hoardings, by radio programmes, exhibiting by publication of books, periodicals and by granting prizes, rewards and donations.

22. To establish and support funds and institutions calculated to benefit employees or ex-employees of the company or its processors in business or the dependents or connections of such persons and to grant pensions and allowances and to subscribe or guarantee money for charitable objects.
23. To provide for the welfare of the Directors, officers, employees and ex-directors, ex-officers and ex-employees of the company and the wives, widows and family of the dependents or connections of such persons by building or contributing towards places of instructions and recreation and from time to time subscribing or contributing towards places of instructions and recreating hospitals and dispensaries for 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 scientific national public or other institutions and objects which shall have any moral or other claim to support or aid by the company either by reason of localities of operations or of public and general utility or otherwise.
24. To train or pay for the training in India or abroad and to place any of the company's employees or any other candidates in the interest and for the furtherance of the company's objects and business.
25. To create any depreciation fund, reserve fund or any other special fund whether for repairing, improving, extending or maintaining any property of the company or for any other purposes conducive to the interests of the company.
26. To procure the registration or other recognition of this company in any country, state or place and to establish and regulate agencies for the purpose of the company's business.
27. To amalgamate with any other company having objects altogether or in part similar to those of this company.
28. To sell or dispose of the undertaking of the company of any part thereof for such consideration as the company may think fit and in particular for shares, debentures, or securities of any other company having objects altogether or in part similar of this company.
29. In the event of winding up to distribute any of the property of the company amongst members in specie or in kind and in particular by the distribution of paid up shares or debentures or debenture stock of the company or any other company for bonus or any other payment declared or due but so that no distribution amounting to a reduction of capital shall be except with the sanction (if any) for the time being required by law.
30. Subject to the provisions of the act, to place, to reserve or to distribute as dividends or bonus among members or otherwise to apply, as the company may from time to time think fit, any money's received by way of premium by the company and any money received in respect of dividends accrued on forfeited shares and money arising from the sale by the company of forfeited shares or from unclaimed dividends.
31. To establish / set up marketing, distributing offices and outlets, to appoint agents, middlemen, franchisee, branches, contractors in India or abroad to pursue the business objectives of the company in general and to carry out the activities in the field of floriculture and agriculture.

32. To participate in the trade fairs, seminars, fates, shows, cultural or other events and to carry out campaigns, advertisement activities, mass media programmers and to take up such other services in order to promote the business activities of the Company.
33. To contract with leaseholders, borrowers, lenders, and others for the establishment, provision and payment of sinking fund, redemption fund, depreciation fund, renewal fund, endowment fund, and any other special kinds and that either in consideration of periodical premia or otherwise and generally on such terms and conditions as may be agreed.
34. To execute, provide, give guarantee to secure loans / amounts, of whatsoever nature, borrowed by the company for its own or by any other company / body corporate, carrying any type of business, by way of collateral or any other type of security or by way of pledge / mortgage of assets, whether fixed or floating, or any such kind as may be permitted by the law for the time being in force.

**C) OTHER OBJECTS FOR WHICH THE COMPANY IS INCORPORATED ARE:**

35. To buy, sell, manufacture, refine, manipulate, import, export and deal in all substances, apparatus and things capable of being used in any business of manufacturers of chemicals and medicines as required by customers of or persons having dealing with the Company either by wholesale or retail.
36. To carry on business as manufacturers of and dealers in chemicals of high purity, used in electronic industry, polymers, blowing agents, leather chemicals, anticorrosive agents, antioxidants, instruments for laboratory and industrial use electronic and digital equipments, solar energy appliances and wind mills.
37. To carry on the business as agriculturists, planters, cultivators of paddy, groundnuts, tobacco, castor and or any other kind of produce.
38. To carry on the business of manufacturers and producers of fats, fertilizers, cattle food, poultry feed, insecticides, manures, sips, sprays, vermifuges, fungicides, medicines, and remedies of all kinds of agricultural produce growing or other purposes or remedies for men or animals and whether produced from vegetable or animal matter of by any chemical process.
39. To acquire, buy, sell, hire let or hire, or otherwise, deal in any movable or immovable property which the Company may think fit by of way investment or with a view to resell or otherwise.
40. To carry on the business as manufacturers in all kinds of paints, varnishes, toilets and perfumery.
41. To enter contracts, agreements and arrangements with any other company for carrying out by such other company on behalf of the company of any objects for which the company is formed.
42. To carrying on the business of lease/hire purchase financing including purchasing and letting on lease or hire in any part of India or abroad all kinds of machinery, plants, tools, jigs and fixtures, agricultural machinery, ships, trawlers, vessels, barges, automobiles and vehicles of every kind and description, computers, office equipments of every kind, construction machinery of all types and description, air conditioning plants, air crafts, and electronic equipment of all kinds and description.

43. To render leasing, consultancy and advisory services to clients in the field of equipment leasing.

IV. The liability of the members is limited.

V. \*The Authorised Share Capital of the Company is Rs. 45,00,00,000/- (Rupees Forty Five Crores Only) divided into 22,50,00,000 (Twenty Two Crore Fifty Lacs) Equity Shares of Rs. 2/- (Rupees Two only) each.

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*\*Shareholders of the Company in their extra ordinary general meeting held on 26.02.2022 has approved sub-division from a face value of Rs. 10/- per share.*

We the several persons whose names and addresses are hereunder 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 capital of the Company set opposite of our respective names:

Names, addresses, descriptions and occupations of each subscriber	Signatures of the subscriber	Number of equity shares taken by each subscriber	Signature of witness with address and occupation
<p>1. Dundurapu Ram Reddy S/o Dundurapu Malla Reddy, Add: 1/A, Gangadhar Housing Society, Hotgi Road, Solapur Maharashtra - 413003 Occupation: Business</p> <p>2. Ande Srinivas Reddy S/o Ande Prathap Reddy Add:8-3-224/B/5 Plot No 3 Yousufguda, Hyderabad-500045 Occupation: Business</p> <p>3. Tanmai Reddy Dundurapu D/o Dundurapu Ram Reddy Add: Plot No. A-1, Opp. Hotel Kinara, Hotgi Road, Solapur- 413 003. Occupation: Business</p>	<p>SD/-</p> <p>SD/-</p> <p>SD/-</p>	<p>2500 (Two Thousand and Five Hundred Only)</p> <p>5000 (Five Thousand Only)</p> <p>2500 (Two Thousand and Five Hundred Only)</p> <hr/> <p>10,000 ( Ten Thousand)</p> <p>-----</p>	<p>WITNESS TO ALL:  CHANDRASHEKHAR KULKARNI  S/O VINAYAK  61/48, KARVE ROAD, PUNE-411004  OCCUPATION: PRACTISING COMPANY SECRETARY  C P NO.:2792</p>
<p>Place: Pune Date: 12.08.2010</p>			