

UNDER THE COMPANIES ACT, 1956

(1 OF 1956)

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

SIGACHI INDUSTRIES LIMITED

- I. The name of the Company is **SIGACHI INDUSTRIES LIMITED**
- II. The Registered Office of the Company will be situated in the State of **Telangana**
- 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 the business of manufacture, process, produce, refine, convert, import, export, buy, sell, and deal in all kinds of organic and inorganic chemicals including chemicals like chlorinated paraffin wax, stable bleaching powder, hydrated lime, Benzene hexachloride, calcium chloride, potassium chloride, activated earth, mono chloro acetic Acid, cellulose base chemicals such as sodium CMC bleached cotton linter, drugs, medicines, pharmaceuticals, herbal, bacterio-logical, biological preparations, drug intermediates, essences, alkalies, acids, gases, soaps, dyes, paints, oils, colours, chemical equipments.

2. To act as consultants, Technologists, collaborators, fabricators, engineers and contractors for setting up similar facilities, to act as representatives, distributors, agents and brokers for the sole or any particular territory or any firm or company of India or foreign and to appoint representatives, distributors, agents or brokers to the goods produced or purchased by the Company on such terms and conditions as the Company deems fit.

(B) The objects incidental or ancillary to the attainment of the main objects are:

1. To apply for and obtain assistance from Government financial institutions, Banks, other organisations, associations, companies, firms or individuals, national or international for developing all or any of the business of the company.
2. To enter into any arrangements with any Governments Central or State or local and statutory authorities, any persons, associations, firms or Companies in India or elsewhere that may seem conducive to the Company's objects or any of them and to obtain from any such Government or authority, persons, associations, firms, or companies any rights, privileges, charters, contracts, licences, patents, technical , financial collaborations with or without buy back arrangements and concessions which may be conducive to its objects and which the company may think it desirable to obtain and to carry out, exercise and comply with any such arrangements , rights, privileges and concessions.
3. To apply for, purchase or otherwise acquire, protect and renew in any of the world, any Patents, trade marks, patent rights, bravested, invention, licences, concessions and the like conferring any exclusive or no-exclusive or limited rights, to use any secret or other information as to any invention which may seem capable of being used for any of the 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 the property, rights, or information to be acquired and to expend moneys in experimenting upon, testing or improving any such patents, inventions or rights.
4. To adopt such means for making known the business and products of the Company or any Company in which the Company is interested as agents, representatives or in any other way, through Advertisement. Companies or by advertisements in papers, periodicals, magazines, through cine slides and films, by issue of circulars, posters, calenders, show cards, playing cards, hoardings by radio programmes by exhibitions, by publications of books, periodicals and by granting prizes, rewards and donations.

5. To remunerate any persons or Companies out of the funds of the Company for service rendered, or to be rendered in placing or assisting to place of 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.
6. To buy, sell, manufacture, refine, manipulate, import, export and deal both whole-sale and retail in commodities, substances, apparatus, articles and things of all kinds capable of being used or which can be conveniently be dealt in by the Company in connection with any of its Objects.
7. To aid pecuniarily or other wise, any association, body or movements having for its objects advancement of Business and Industrial Management and or the solution settlement of Industrial or labour problems or the promotions of industry or trade or to charitable Institutions, trusts.
8. To acquire the whole or any part of the undertaking and assets of any business with similar objects and any property privileges, rights, contracts, property or effects held or used in connection with there and upon any such purchase or undertake the liabilities of any company, association, partnership or person.
9. To enter into partnership, joint ventures or to have any type of arrangements for sharing of profits, howsoever, with individuals, partnership firms, association of persons, limited Companies, whether private or public, corporations of any state or central Government whether fully owned or partly owned or with similar groups outside India for carrying on the objects which the company is authorised.
10. To establish or promote or concur in establishing or promoting any Company or Companies for the purpose of acquiring all or any of the property, rights and liabilities of such Company or for any other purpose which may seem directly or indirectly calculated to benefit the Company and to place or guarantee the placing of, underwrite, subscribe for or otherwise acquire all or any part of the shares, debentures or other securities of any such other Company.
11. To invest and deal with the monies of the Company not immediately required in any manner and in particular to accumulate funds or to acquire or take by subscription, purchase or otherwise, however or to hold shares or stock or the security of any Company, association or undertaking in India or abroad.

12. To purchase of plant, engines, machinery, tools and implement from time to time and undertake the selling or disposing of the same which might be conducive to the attainment of main objects.

13. To act as agents or brokers and as trustees for any person, association, firm or Company and to undertake and perform subcontracts and to do all or part of the above things in any part of the world and either as principals, agents, trustees, contractors or otherwise and either alone or jointly with others, and either by or through agents, subcontractors, trustees or otherwise.

14. To purchase and sell in India or elsewhere any materials of any description on commission or otherwise to undertake and execute any work on commission or by contract or otherwise in connection with the objects of the Company.

15. To employ or otherwise acquire technical experts, engineers, mechanics, foremen and other personnel and skilled and unskilled labour for any of the purposes or business of the company from India or abroad.

16. To sell, lease, exchange, mortgage or otherwise dispose of the property, assets or undertaking of the Company or any part thereof for such consideration as the Company may think fit and in particular for shares, stock debentures or other securities of any other Company whether or not having objects altogether or in part similar to those of the Company.

17. To improve, manage, develop, grant rights or privileges in respect of or otherwise deal with all or any part of the property and rights of the Company.

18. To apply for, tender, purchase or otherwise acquire contracts, sub-contracts, licenses and concessions for all or any of them and to undertake, execute, carryout, dispose off or otherwise turn to account the same and to sublet all or any contracts from time to time and upon such terms and considerations as may be thought expedient.

19. To amalgamate with any person, association or firm or company or companies having objects altogether same or different or in part similar to those of this company.

20. To pay for any business, property or rights acquired or agreed to be acquired by the Company and to remunerate any person or Company and generally to specify and obligation of the Company the issue and/or allotment or transfer of shares of this or any other Company credited as fully or partly paid-up or of debentures or other securities of this or any other Company.
21. To accept payment for any property or rights sold or otherwise disposed off or dealt with by this Company, either to increase by installments or otherwise or in shares of any Company with or without preferred rights in respect of dividends or payment of capital or otherwise, or in debentures or debenture-stock or other securities of any Company or corporation, or by mortgage, or partly in one mode and partly in another and generally on such terms as the Company may determine, and to hold, deal with or dispose off any consideration so received.
22. To pay, satisfy or compromise any claims made against the Company which it may seem expedient to pay, satisfy or compromise,
23. To receive money on deposit or loan and borrow or raise money in such manner as the Company shall think fit, and in particular by issue of debentures (perpetual or otherwise) and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the property or assets of the Company (both present and future), including its uncalled capital also by a similar mortgage charge or lien to secure and guarantee the performance by the Company or any other person or Company of any obligation undertaken by the Company or any other person or Company as the case may be.
24. To draw, make, accept, endorse, discount, execute and issue, negotiate, assign, buy and sell or otherwise deal in cheques, drafts, promissory notes, bills of exchange, hundies, debentures, bonds, bills of lading, Air way bills, railway receipts, Warrants, and coupon and all other negotiable and transferable securities, instruments and documents, subject to Banking Regulation Act 1949.
25. To establish and support funds and institutions calculated to benefit employees or ex-employees of the Company or the dependents or connections of such persons and grant pensions and allowances.

26. 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 families of 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, allowance, bonus or other payments, or by creating and from time to time subscribing or contributing to provident or other associations, institutions, funds or trusts and by providing or subscribing or contributing towards places of instruction or recreation, hospitals and dispensaries, medical and other assistance as the Company shall think fit and to subscribe or contribute or to otherwise to assist or to guarantee money to charitable, benevolent, religious, 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 reasons of locality or operation or of public and general utility or otherwise.
27. To subscribe or to contribute or otherwise to assist or grant money to public objects, purposes, funds, and institutions and to any other useful institutions and to any other useful institutions, funds, or purposes which in the opinion of the Board of Directors are deserving and or are likely to promote the interests or the business of the Company or to further its objects and /or to charitable and other useful funds whatsoever or for any exhibitions.
28. To train or pay for the training in India or abroad of any of the Company's employees or any other candidates in the interest and for the furtherance of the Company's objects and business.
29. 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 purpose conducive to the interests of the Company.
30. To lend and advance money or give credit to such persons or companies and on such terms as may seem expedient, and in particular to customers and others having dealing with the company, and to guarantee the performance of any contract or obligation and the payment of money of or by any such persons or companies and generally or give guarantees and indemnities.
31. To amalgamate with any other company having objects all together or in part similar to those of the Company.

32. In the event of winding up of the company to distribute among the members in specie any property of the company or any proceeds of the sales or disposal of any 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 acquired by law.
33. Subject to the provisions of the Companies Act, 1956 to place or to reverse or to distribute dividends or bonus among the members or otherwise to apply, as the company may from time to time think fit any moneys received in respect of dividends accrued on forfeited shares, and moneys arising from the sale by the Company of forfeited shares or from unclaimed dividends.
34. To take part in the management, supervision or control of the business or operations of any Company or undertaking, and for that purpose to appoint and remunerate any Directors, Accountants, or other experts, agents or personnel.
35. To undertake and execute any trusts, the undertaking whereof may seem desirable and whether gratuitously or otherwise.
36. Subject to the provisions of the Companies Act, 1956 of any other enactment in force, to indemnify and keep indemnified 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 the interests of the Company and for any loss, damage, or misfortune whatever and which shall happen in execution of the duties of their office or in relation thereto.
37. To agree to refer to arbitration disputes present or future between the Company and any other Company, firm or individual and to submit the same to arbitration to arbitration in India or abroad either in accordance with Indian or any other foreign system of law.
38. To do all or any of the above things and all such other things as are incidental or as may be thought conducive to the attainment of the above objects or any of them in India and elsewhere either as principals, trustees, contractors or otherwise and either by or through agents, contractors, trustees or otherwise and either along or in conjunction with others.

39 . To carry on trade or business to manufacture, refine, process, formulate, buy, sell, import, export and generally deal in all types of chemicals, chemical compounds including laboratory and scientific chemicals which are generally used in such business or are capable of being so used in drug and pharmaceutical industries, agricultural chemicals, petrochemicals, fertilizers, industrial chemicals or any derivatives or compounds thereof and for that purpose to install, purchase or otherwise acquire, buy, sell, import, export all such plant, machinery and equipment which are used for the manufacture, production, processing of all types of chemicals and compounds.

40. To carry on the business of agriculturists, planters, cultivators of tapioca, groundnut, paddy or any other kind of produce.

41 . To construct, maintain or alter any buildings, factories, warehouses, godowns, shops or other structures or works necessary, convenient or expedient for the purposes of the company.

42 . To carry on the business of public carriers, transporters and carriers of goods, passengers, merchandise, corn commodities and other products and goods and luggage of all kinds and descriptions to any part of India or elsewhere on land, water and air and by any other mode of conveyance whatsoever.

43 . To carry on the business as investors or otherwise in shares, stocks, debentures, securities, units and for that purpose to subscribe or underwrite shares, debentures, stocks, security units issued by companies, Corporations, Government, semi-government and autonomous bodies.

44 . To produce, manufacture and dispose off or engage in the manufacture of packing materials such as polythene bags, rolls, plastic containers, whether of wood, plastic or metal corrugated paper sheets, rolls, thermocol and all kinds of articles capable of being used or deemed necessary for the business of the company.

IV. The liability of the members of the Company is limited.

V. * The Authorized Share Capital of the Company is Rs. 43,00,00,000 (Rupees Forty Three Crores only) divided into 43,00,00,000 (Forty Three Crores) equity shares of Re. 1/- (Rupee One Only) each."

* Increased from Rs. 36,00,000 to Rs. 1,00,00,000 pursuant to resolution passed in the Extra Ordinary General Meeting held on 24.12.2007.

* The face value of Equity Shares of Rs.100 each has been sub-divided into the face value of Equity Shares of Rs. 10 each pursuant to resolution passed in the Extra Ordinary General Meeting held on 15.02.2013.

* Increased from Rs. 1,00,00,000 to Rs. 1,30,00,000 pursuant to resolution passed in the Extra-Ordinary General Meeting held on 30.03.2013.

* Increased from Rs. 1,30,00,000 to Rs. 7,15,00,000 pursuant to Clause 9 of the Scheme of Arrangement between Sigachi Cellulos Private Limited, the Transferor Company No.1 and Sigachi Plasticisers Private Limited, the Transferor Company No.2 and Sigachi Industries Private Limited, the Transferee Company and their respective Shareholders as sanctioned by the Hon'ble High Court of Telangana and Andhra Pradesh at Hyderabad vide its Order dated 7* July, 2014.

* Increased from Rs. 7,15,00,000 to Rs. 12,00,00,000 pursuant to resolution passed in the Extra Ordinary General Meeting held on 21.11.2019.

* Increased from Rs. 12,00,00,000 to Rs. 32,00,00,000 pursuant to resolution passed in the Extra Ordinary General Meeting held on 30.07.2021.

* Increased from Rs. 32,00,00,000 to Rs. 43,00,00,000 pursuant to resolution passed in the Extra Ordinary General Meeting held on 26.07.2023.

* The face value of Equity Shares of Rs.10/- each has been sub-divided into the face value of Equity Shares of Re. 1/- each pursuant to resolution passed in the Annual General Meeting held on 07.09.2023.



[Handwritten signature]

VI. We, the several persons whose names and addresses are subscribed hereto 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 opposite to our respective names.

Sl. No.	Name, address, description and occupation, of the Subscriber	No. of Equity shares taken by each subscriber	Signature of Subscriber	Name, address, description, occupation and signature of witness
1.	Shri Rabindra Prasad Sinha S/o. Shri H.N.Sharma 11-94, Shantinagar Patancheru - 502319 Occupation: Business	10 (Ten Equity Shares only)	Sd/- (R .P Sinha)	T.ADINARAYANA Chartered Accountant S/o T. NARASIMHA RAO 405, Raghava Ratna Towers Chirag Ali Lane Hyderabad- 500 001
2.	Sudha Sinha W/o Sri R. P.Sinha 11-94, Shantinagar Patancheru - 502319 Occupation: House Wife	10 (Ten Equity Shares only)	Sd/- (Sudha Sinha)	
	TOTAL NUMBER OF EQUITY SHARES TAKEN	20 (Twenty Equity Shares only)		

Place : Hyderabad

Date : 28th December, 1988