



प्राचुर्य आर्डर आर  
Form I. R.

सिगमन का प्रमाण-पत्र

**CERTIFICATE OF INCORPORATION**

नं०..... का सं०.....  
No. 11-52609..... of 1994.....

मैं एतद्वारा प्रमाणित करता हूँ कि आज.....

कम्पनी अधिनियम 1956 का 1) के अधीन सिगमित की गई है और यह  
कम्पनी परिसीमित है।

I hereby certify that **DEEP DIAMOND INDIA LIMITED**.....

is this day incorporated under the Companies Act, 1956 (No. 1 of 1956)  
and that the Company is limited.

मेरे हस्ताक्षर से आज तब..... को दिया गया।  
Given under my hand at **BOMBAY**...this **SECOND**.....

day of **NOVEMBER**.. One thousand nine hundred and **NINETYFOUR**



(S. R. V. SATYANARAYANA)

कम्पनियों का रजिस्ट्रार  
Addl. Registrar of Companies  
Mumbai, Maharashtra

Vijayan  
Mishra



**DEEP DIAMOND INDIA LIMITED**  
**CIN No. L24100MH1994PLC082609**

**Memorandum of Association**  
**(‘MOA’)**

(THE COMPANIES ACT, 2013) \*  
(COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION  
OF  
DEEP DIAMOND INDIA LIMITED

- I. The name of the Company is DEEP DIAMOND INDIA LIMITED.
- II. The Registered Office of the Company will be situated in the State of Maharashtra.
- III. The Object for which the Company is established are:
  - (A) THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:
    1. To carry on the business as dealers, manufacturers, contractors, marketers and loan licence manufacturers, agents, distributors of Drugs, Bulk Drugs and Pharmaceuticals of every description and application with indigenous and/or imported technology, pharmaceutical formulations like liquids, capsules, tablets, powders, mixtures, antibiotics enzymes and fluids of every description, all intermediates and by-products of any of the above, surgical, implants and health aids of varied nature like syringes, gloves, surgical & sanitary towels, napkins, cosmetics.
    2. To carry on the business as manufacturers, contractors, marketers, consultation and loan licence manufacturers, distributors, dealers and agents, analytical chemists in chemical and medicinal preparations, cosmetics, articles, diagnostics agents, vaccines, compounds, surgical and scientific apparatus, equipment, appliances, instruments and medical engineering goods of varied descriptions.
    3. To carry on the business as manufacturers, contractors, marketers and loan licence manufacturers, dealers and distributors of fine chemicals, organic, inorganic and biochemical substances or formulation, alkalies, acids, bases, solvents, alcohols, ethers, aromatics etc., employing any process of halogenation, hydrogenation, sulphonation, nitration, oxidation, reduction, calcination, extraction, separation, distillation, dehydration, evaporation, condensation, crystallisation, ionidation, fermentation etc.
    4. To conduct research, development, in all kinds of bulk drugs, pharmaceuticals of every description, and / or demonstrate, application, biotechnological and biochemical processes and perform contract research in order to contribute to innovative process technology development & Research on various pharmaceutical and other related products and to put in continuous efforts in discovering and developing new molecules as drugs in pharmaceutical, biotech,

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***Substituted via special resolution passed by the shareholder through postal ballot on October 29, 2022***

healthcare, agriculture, marine and industrial sectors, including development of products and applications in Anti-microbial screening, Clinical pharmacology, recombinant DNA products, genetic engineering products, healthcare products, herb and herbal related products, Ayurvedic and Unani products, therapeutics, diagnostic kits, vaccines, medicinal plants and extracts and active ingredients, industrial enzymes, biotech and medicinal formulations, nutrients, biopesticides, bio-insecticides, enzymes, animal feeds, and biopolymers as well as bioinformatics, genomics and proteomics and to create and license technology / intellectual property rights for development of processes, products and services.

5. To develop, establish, maintain and aid in the development, establishment and maintenance of laboratories, research stations, containment facilities and programmes for the purpose of effecting improvement of all kinds of pharmaceuticals, Ayurvedic and Unani products, biotech products in medicine, animal feeds and to develop new biotech, pharmaceutical and other areas of product lines useful in pharmaceutical, healthcare, medicine and industry and also to enter into Collaboration with various Indian/ foreign Companies in the field of research in order to meet global challenges and to Conduct National/International collaborative research in various pharma products, Ayurvedic and Unani products, curriculum and media development and to conduct study of sociological aspects of drug use and abuse and rural pharmacy, etc. including conducting programmes in pharmaceutical management.
6. To access, process, trade and transfer technology in the field of Life Sciences, Tissue Culture, Molecular Biology, Agro and Immuno Technology, Bioinformatics, Genomics, Proteomics, R & D, both basic and applied research as well as contract development in the above relevant fields and to distribute, market, sell or assign the intellectual property rights or the technology in respect of the products or processes or patented process, of the pharmaceuticals of every description, biotechnological and biochemical processes developed to any other individual, firm, body corporate for a lump sum payment, royalty, technical fees, know-how fees or any other fee etc.

(B) <sup>ii</sup>MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) ARE:

7. To enter into a partnership or any other arrangement for sharing profits, co-operation, joint venture, reciprocal concession, licenses or otherwise with any person, firm company or other body carrying on or engaged in or about company or other body carrying on or engaged in or about to carry on or engage in any business or transaction which this company is authorized to carry on and to give any special rights, license and privileges in connection with in particular the right to nominate one or more person or persons, whether they be shareholders or not, to be directors of the Company.
8. To purchase take on lease or in exchange, hire or by other means acquire or obtain option over any free hold, leasehold or other property

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***<sup>ii</sup> Substituted via special resolution passed by the shareholder through postal ballot on October 29, 2022***

for any estate or interest whatsoever, any rights, privileges or easement over or in respect of any property and any buildings, factories mills, works, roads, machinery, engines, transport vehicles, plants, live and dead stocks or things, any moveable or immovable property or rights which may be necessary or convenient for the purposes of the business of the company or many enhance the value of any other property of the Company.

9. To build the plants, machinery, factories, and commercial sites pertaining to the main object which can be given or taken on, build, operate, lease and transfer basis or any other way as permissible.
10. To undertake and provide any advisory technical or management consultancy for promotion, marketing, or advertising of pharmaceutical, healthcare, drugs, medicinal, formula and other allied items and supplies, through online or offline mode.
11. To undertake and provide disease management services, online or offline mode, using technical and computer language to customers via various permissible modes and its allied activities.
12. To help and assist exporters of all kinds of pharmaceutical, and medical products either by importing or from the local market.
13. To carry on study and research aimed at developing export trade of pharmaceutical and medical products and to achieve this objective to employ and train the personnel as may be required and to incur and bear all such expenses necessary for such training either in India or abroad.
14. To establish agencies, branches or appoint representatives in India and elsewhere for production, manufacture, sale purchase, exchange, hire or distribution of the Company's products or for any one of more of the objects of the company and to regulate or discontinue the same.
15. To acquire patents and trademarks for the proposed products of the company either for the manufacture by the company or by other manufacturers for and on behalf of the company or in consideration of royalties as deemed necessary.
16. To enter into all sorts of internal and/or external, foreign collaboration, technical assistance, financial or commercial arrangements, including the export market survey, study of market condition in India and outside India for fulfilment of any objects herein contained.
17. To undertake leasing and hire purchase and to finance Companies, firms, and individuals having similar objects.
18. To build, construct, alter, maintain, enlarge, pull down, remove or replace and to work, manage and control any buildings, offices electric works and other works, and conveniences which may seem calculated directly or indirectly to advance interests of the company and to join with any other person or company in doing any of these things.
19. To apply, for purchase or otherwise acquire and protect and renew any patents, patent rights, invention, trademarks, designs, licences, concessions and the like, conferring any exclusive or non-exclusive or limited rights to their use or any secret or other information as to any invention which may seem capable of being used for any of the purpose of the Company and to use, exercise develop or grant license in respect of or otherwise turn to account the property, rights or information so

acquired and to expend money in experimenting upon testing or improving any such patents, inventions or rights.

20. To acquire and undertake the whole or any part of the business property or any liabilities of any person or company carrying on or proposing to carry on any business which the company is authorized to carry on.
21. To amalgamate, enter in to partnership or into any arrangement for sharing profits, union of interest, co-operation, joint venture or reciprocal concession, or for limiting competition with any person or company 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 there with or.
22. To improve, manage, develop, grant rights or privileges in respect of, otherwise deal with all or any part of the property and rights of the Company.
23. To invest in any movable or immovable property rights or interest acquired by, received or belonging to the company in any person or persons or company on behalf of or for the benefit of the company and with or without any declared trust in favour of the company.
24. To invest, lease and deal with monies and other assets of the company, not immediately required, in any manner, and to act as finance adviser and consultants, administration, organization, new ventures and expansion of existing allied concern.
25. To lend and advance money or give credit to such persons, companies, corporation or firms and on such terms as may seem expedient and in particular, to customers and others having dealings with the company and to release or discharge any debt or obligation owing to the Company.
26. To guarantee the performance of any contract or obligation of any company, firm or persons and to guarantee the payment and repayment of the capital and principal or and dividend interest or premium payable of any stock, shares or securities issued by any company, corporation, firm or person, including (without prejudice to the said generally) bank overdrafts, bills of exchange, promissory notes and generally to give guarantees and indemnities.
27. Subject to the Banking Regulation Act, 1949, and extant provisions of the Companies Act, 1956 and/or Companies Act, 2013 and rules thereunder, and to the directives of the Reserve Bank of India, to receive money on deposit or loan, and borrow or raise money from time to time in such manner as the Company shall think fit, and in particular by the issue of shares, debentures stock (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 (both present and future) of the Company, including its uncalled capital, and also by a similar mortgage charge or lien to secure and guarantee the performance by the Company or any other person, firm or company, of any obligation undertaken by the Company or any other person or Company as the case may be, and to purchase, redeem to pay off any such securities, but the company shall not carry on the business of banking as defined by the Banking Regulation Act, 1949.
28. To draw, make accept, endorse, discount, execute, and issue promissory notes, bill of exchange, warrants, debentures and other negotiable or transferable instruments or securities.

29. To apply for, promote and obtain any act or legislature, charter, privileges, concession of any government, state or other authority for enabling the company to carry any of its objects into effect or for extending any of the powers of the company for effecting any modification of the constitution of the company or for any other purpose which may seem expedient and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the interests of the Company. To enter into any arrangements with any government or authorities or any person or company that may seem conducive to the objects of the company or any of them and to obtain from any such government, authority, person or company any rights, privileges, charters, contracts, licences and concessions which the company may think it desirable to obtain and to carry out and exercise and comply there with.
30. To pay out of the funds of the company all expenses which the company may lawfully pay with respect to the formation and registration of the Company or the issue of its capital including brokerage and commissions for obtaining application for or taking placing or underwriting or procuring the underwriting of shares debentures or other securities of the Company.
31. To pay for any rights or property acquired by the company and to remunerate any person or company whether by cash payment or by the allotment of the shares, debentures or other securities of the Company credited as paid up in full or in part or otherwise.
32. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation, provident or gratuities, pensions, who are, or were at any time in the employment or services of the company or who are or were at any time directors or officers of the company and the wives, widows, families and dependents of any such persons and also to establish and subsidise and subscribe to institutions, associations, clubs, or funds calculated to be for the benefit of or to advance the interest and wellbeing of the company and make payment to or towards the insurance of any such persons as aforesaid.
33. To procure the company to be registered incorporated or recognised in or under the law of any place outside India and to all acts, necessary for carrying or in any foreign country any business or profession of the company.
34. To establish or promote or concur in establishing or promoting any companies or company for the purpose of acquiring all or any of the property rights and liabilities of the Company or and to place or guarantee the placing or underwrite subscribe for, or otherwise acquire all or any part of the shares, debentures or other securities of any such other company.
35. To sell, lease, mortgage, exchange, grant licenses and other rights over, improve, manage, develop and turn to account and in any other manner deal with or dispose of the undertaking, investments, property, assets, rights and effects of the company or any part thereof for such consideration as may be thought fit and in particular any shares, stock, debentures, or other securities of any other Company, whether not having objects altogether or in part similar of those of the Company.
36. To distribute any of the income of the property, of the Company in specie among the members subject to the provisions of the Companies Act, 2013 in the event of winding up.

37. To act as agents or brokers or as trustees for any person or company and to undertake and perform sub contracts and to do all 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 or contractors, trustees or otherwise.
38. To become member of any other bodies of persons, association institutions, clubs, societies and bodies corporate including companies limited by guarantees.
39. To accept gifts, bequests or donations of any movable or immovable property or any rights or interest there from members or others.
40. To lend money with or without security and to make advances or to act as agents, for any of the aforesaid purposes, so that the company shall not carry on the business of banking as defined under the Banking Regulation Act, 1949.
41. To employ agents or experts to investigate and examine the conditions, prospects, value character and circumstances of any business concerns and undertakings and generally of any assets properties or rights.
42. To subscribe, contribute, gift or donate any money, rights or assets of any national education, religious, charitable, scientific, public, objects or to make gifts or donations of money assets to any institution, clubs, societies, associations, trusts, scientific, research associations, funds, universities, college or any individual or bodies of individuals or bodies corporates.
43. To open bank accounts of any type including overdraft account and to operate the same in the ordinary course of business.
44. To undertake or promote scientific research related to any business or class of business in which the Company is interested.
45. To part in the formation, management, supervision or control of business or operations of any company or undertaking and for that purpose to act as administrators, managers, secretaries, receivers or in any other capacity remunerate any director, administrator, manager or accountant or other expert or agents.
46. To acquire, hold or deal in stocks, shares, debentures, securities, land, buildings, houses, flats bungalows, shops, and Companies having similar or incidental objects.
47. 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.
48. \* iv To invest the surplus monies of the company not immediately required for the business to purchase/acquire or subscribe the shares and securities of any other company which interalia includes new age businesses such as E- Commerce Business, Electric Vehicle Business Green Energy such as Solar, Wind, Bio-mass, waste management etc. and such other various business segment or sector as deemed fit as long as the same is not prohibited by any law in force in the Country which the Company may think necessary for the purpose of its business.
49. \*iv To procure, invest or otherwise employ or deal with money belonging to or entrusted to the Company in securities and shares or other moveable or immoveable properties, with or without security, upon such terms, and, in such manner, as may be thought proper, and, from time to time, to vary such transactions and investments in such manner as the Directors may think fit, subject to the provisions of various laws as may be



applicable for the time being in force and further to subscribe for, underwrite, purchase, or otherwise acquire and to hold, dispose of securities issued or guaranteed and deal with the shares, stocks or any other form of securities and any option or right in respect thereof by any company incorporated or carrying on business in India or elsewhere or by any government, public body or authority supreme, municipal, local or otherwise whether in India or elsewhere.

- IV. \*iii 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. \*v The Authorized Share Capital of the Company is Rs. 15,00,00,000/- [Rupees Fifteen Crores only] divided into 15,00,00,000 [Fifteen Crore] Equity Shares of Rs. 1/- [Rupees One only] each with power to increase or reduce the capital and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, deferred, special or qualified rights, privileges or conditions as may be determined right or in accordance with the Articles of association of the Company for the time being and to vary, modify or such rights, privileges or conditions in such manner as may be permitted by the Act or by the Articles of Association of the Company for the time being.

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<sup>i</sup> ***Substituted via special resolution passed by the shareholder through postal ballot on October 29, 2022***

<sup>ii</sup> ***Substituted via special resolution passed by the shareholder through postal ballot on October 29, 2022***

***\* iii Amended via special resolution passed in the general meeting held on August 23, 2022.***

***iv. Amended via special resolution passed by the shareholder through postal ballot on March 25, 2023***

***\*v Amended via ordinary resolution passed by the shareholders in the Annual General Meeting held on September 27, 2024***

We, the several persons, whose names, addresses, and descriptions are subscribed hereunder 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:

Name, Address, Description and Occupation of each subscriber	Number of Equity Shares taken by each Subscriber	Signature of subscriber	Name, Address, Description and Occupation of witness.
MULCHAND JIVRAJ SOLANKI BURUCHHAYA-II FLOOR SUCHASH ROAD-VILE PARLE (E) BOMBAY-400057	100 hundred	<i>Solanki</i>	
S/O JIVRAJ SOLANKI PRAKASH R. SOLANKI D/32A DAMODAR BHUVAN SARDAR VALLABHAI PATEL ROAD VILE PARLE (W) BOMBAY 56 BUSINESS (PROFESSION)	100 hundred	<i>Solanki</i>	
S/O RIKHABCHAND SOLANKI DHIRAJ A. SHARMA 2ND LAXMI-NINAS SHARDHANA ROAD 1ST FLOOR VILE PARLE EAST BOMBAY-400057 BUSINESS	100 hundred	<i>Sharma</i>	
S/O ACHALCHAND SHARMA		<i>Sharma</i>	
KANTILAL HASTIMAL SOLANKI A/303 NEMINATH APARTMET KAMBLI WADI TEJPAK ROAD VILE PARLE (EAST) BOMBAY-400057 BUSINESS	100 hundred	<i>Solanki</i>	
S/O HASTIMAL SOLANKI Dinesh R. Solanki D/32A Damodar Bhuvan Sardar Vallabhai Patel Rd Vileparle (w) Bombay 56 Business	100 hundred	<i>Solanki</i>	
S/O RIKHABCHAND SOLANKI		<i>Solanki</i>	

*D Sharma*  
DHIRAJ A. SHARMA  
CHARTERED ACCOUNTANT  
MADHY MANJION HIGH FLOOR  
325, KALBADEVI ROAD  
100 M BIRAJ H-00002  
S/O Ramprasad Sharma

7th Oct 1994 *D Sharma*

We, the several persons, whose names, addresses, and descriptions are subscribed hereunder 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:

Name, Address, Description and Occupation of each subscriber	Number of Equity Shares taken by each Subscriber	Signature of subscriber	Name, Address, Description and Occupation of witness.
MULCHAND JIVRAJ SOLANKI BURUCHHAYA-II FLOOR SUCHASH ROAD-VILE PARLE (E) BOMBAY-400057	100 hundred	<i>Solanki</i>	
S/O JIVRAJ SOLANKI PRAKASH R. SOLANKI D/32A DAMODAR BHUVAN SARDAR VALLABHAI PATEL ROAD VILE PARLE (W) BOMBAY 56 BUSINESS (PROFESSION)	100 hundred	<i>Solanki</i>	
S/O RIKHABCHAND SOLANKI DHIRAJ A. SHARMA 2ND LAXMI-NINAS SHARDHANA ROAD 1ST FLOOR VILE PARLE EAST BOMBAY-400057 BUSINESS	100 hundred	<i>Sharma</i>	
S/O ACHALCHAND SHARMA		<i>Sharma</i>	
KANTILAL HASTIMAL SOLANKI A/303 NEMINATH APARTMENT KAMBLI WADI TEJPAK ROAD VILE PARLE (EAST) BOMBAY-400057 BUSINESS	100 hundred	<i>Solanki</i>	
S/O HASTIMAL SOLANKI Dinesh R. Solanki D/32A Damodar Bhuvan Sardar Vallabhai Patel Rd Vileparle (w) Bombay 56 Business	100 hundred	<i>Solanki</i>	
S/O RIKHABCHAND SOLANKI		<i>Solanki</i>	

*D Sharma*  
DHIRAJ A. SHARMA  
CHARTERED ACCOUNTANT  
MADHY MANJION HIGH FLOOR  
325, KALBADEVI ROAD  
100 M BIRAJ H-00002  
S/O Ramprasad Sharma

7th Oct 1994 *D Sharma*