



**GOVERNMENT OF INDIA  
MINISTRY OF CORPORATE AFFAIRS**

Central Registration Centre

**Certificate of Incorporation**

[Pursuant to sub-section (2) of section 7 and sub-section (1) of section 8 of the Companies Act, 2013 (18 of 2013) and rule 18 of the Companies (Incorporation) Rules, 2014]

I hereby certify that BANGANGA PAPER MILLS LIMITED is incorporated on this SEVENTH day of AUGUST TWO THOUSAND TWENTY THREE under the Companies Act, 2013 (18 of 2013) and that the company is Company limited by shares

The Corporate Identity Number of the company is **U17014MH2023PLC408130**

The Permanent Account Number (PAN) of the company is **AALCB8285G\***

The Tax Deduction and Collection Account Number (TAN) of the company is **NSKB07316B\***

Given under my hand at Manesar this SEVENTH day of AUGUST TWO THOUSAND TWENTY THREE

**Signature Not Verified**

Digitally signed by  
DS MINISTRY OF CORPORATE  
AFFAIRS 10  
Date: 2023.08.07 11:32:29 IST

DrJaya Gautam

Assistant Registrar of Companies/ Deputy Registrar of Companies/ Registrar of Companies

For and on behalf of the Jurisdictional Registrar of Companies

Registrar of Companies

Central Registration Centre

Disclaimer: This certificate only evidences incorporation of the company on the basis of documents and declarations of the applicant(s). This certificate is neither a license nor permission to conduct business or solicit deposits or funds from public. Permission of sector regulator is necessary wherever required. Registration status and other details of the company can be verified on [mca.gov.in](http://mca.gov.in)

Mailing Address as per record available in Registrar of Companies office:

BANGANGA PAPER MILLS LIMITED

SR NO 186 GAVALWADI ROAD,RAMSHEJ TAL DINDORI,Ashewadi,Nashik,Nashik-422003,Maharashtra

\*as issued by Income tax Department



# Form No. INC-33



Form language

English  Hindi

## e-MOA (e-Memorandum of Association)

[Pursuant to Schedule I (see Sections 4 and 5) to the Companies Act, 2013]

Refer instruction kit for filing the form

All fields marked in \* are mandatory

### \* Table applicable to company as notified under schedule I of the Companies Act, 2013

(A - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES  
B - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL  
C - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE AND HAVING A SHARE CAPITAL  
D - MEMORANDUM OF ASSOCIATION OF AN UNLIMITED COMPANY AND NOT HAVING SHARE CAPITAL  
E - MEMORANDUM OF ASSOCIATION OF AN UNLIMITED COMPANY AND HAVING SHARE CAPITAL)

A - MEMORANDUM OF  
ASSOCIATION OF A COMPANY  
LIMITED BY SHARES

### Table A/B/C/D/E

1 The name of the company is

BANGANGA PAPER MILLS  
LIMITED

2 The registered office of the company will be situated in the State of

Maharashtra

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

1. To carry on the business in India or outside India of manufacturers, processors, producers, trader, sellers, distributors and dealers, trading of raw material as well as MG Kraft Papers, any type of paper and boards including gum paper tape, paper cones and tubes, egg trays, paper cartons, packaging materials and other allied products for commercial & industrial purpose.

2. To act as a buyers, sellers, importers, exporters of and dealers in all kinds and classes of paper, board and pulp including writing paper, printing paper, cover paper, blotting paper, filter paper, antique paper, ivory finish paper, coated paper, brown or buff paper, cardboard, straw board, pulp board, box board, cartons, paper bags, paper boxes, post cards, visiting cards, all other kinds of paper whatsoever and all kinds of articles in the manufacture of which in any form, paper, board, or pulp is used, and also to deal

in or manufacture any other articles or things of a character similar or analogous to the foregoing or any of them or connected therewith.

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

1. To engage in the business of manufacturing of and dealing in paper, cardboard, containers, packing materials, printing, drawing and writing materials and requisites, pens, inks, greeting cards, diaries and stationery.

2. To manufacture acids, alkalis, corrosive, anti-corrosive substances, non corrosive substances, all kinds of chemicals and petro chemicals as elements and intermediates moderators or in mixture or compound forms.

3. To purchase, exchange or otherwise any movable or immovable property and any rights or privileges which the Company may deem necessary or convenient for the purpose of its main business.

4. To enter into partnership or into any arrangement for sharing profits, union of interest, joint venture, reciprocal concession or co-operation with persons or companies carrying on or engaged in the main business or transaction of this Company.

5. To undertake financial obligations.

6. To vest any movable or immovable property rights or interests required by or received or belonging to the Company in any person or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.

7. To undertake or promote scientific research relating to the main business or class of business of the Company.

8. To take over the whole or any part of the business, goodwill, trade-marks properties and liabilities of any person or persons, firm, companies or undertakings either existing or new, engaged in or carrying on or proposing to carry on business this Company is authorized to carry on, possession of any property or right suitable for the purpose of the Company and to pay for the same either in cash or in shares or partly in cash and partly in shares or otherwise.

9. To negotiate and enter into agreements and contracts with Indian and foreign individuals, companies, corporations and such other organizations for technical, or any other such assistance for carrying out all or any the main objects of the Company or for the purpose of activity research and development of manufacturing projects on the basis of know- how, or technical collaboration and necessary formulas and patent rights for furthering the main objects of the Company.

10. Subject to Sections 230 to 232, of the Act, to amalgamate with any other company of which all or any of their objects companies having similar to the objects of the Company in any manner whether with or without the liquidation.

11. Subject to any law for the time being in force, to undertake or take part in the formation, supervision or control of the business or operations of any person, firm, body corporate, association undertaking carrying on the main business of the Company.

12. To apply for, obtain, purchase or otherwise and prolong and renew any patents, patent- rights, brevets, inventions, processes, scientific technical or other assistance, manufacturing processes know-

how and other information, patterns, copyrights, trademarks, licenses concessions and rights or benefits, conferring an exclusive or non-exclusive or limited or unlimited right of use thereof, which may seem capable of being used for or in connection with the main objects of the Company or the acquisition or use of which may seem calculated directly or indirectly to benefit the Company on payment of any fee royalty or other consideration and to use, exercise or develop the same under or grant licenses in respect thereof or otherwise deal with same and to spend money in experimenting upon testing or improving any such patents, inventions, right or concessions.

13. To apply for and obtain any order under any Act or Legislature, charter, privilege concession, license or authorization of any Government, State or other Authority for enabling the Company to carry on any of its main objects into effect or for extending any of the powers of the Company or for effecting and modification of the constitution of the Company or for any other such purpose which may seem expedient and to oppose any proceedings or applications which may seem expedient or calculated directly or indirectly to prejudice the interest of the Company.

14. To enter in to an arrangements with any Government or Authorities or any persons or companies that may seem conducive to the main objects of the Company or any of them and to obtain from any such Government, authority, person or company any rights, charters, contracts, licenses and concessions which the Company may think desirable to obtain and to carry out, exercise and comply therewith.

15. To procure the Company to be registered or recognized in or under the laws of any place outside India and to do all act necessary for carrying on in any foreign country fort the business or profession of the Company.

16. To draw, make, accept, discount, execute and issue bills of exchange, promissory notes bills of lading, warrants, debentures and such other negotiable or transferable instruments, of all types or securities and to open Bank Accounts of any type and to operate the same in the ordinary course of the Company.

17. To advance money either with or without security, and to such persons and upon such terms and conditions as the Company may deem fit and also to deal with the money of the Company not immediately required.

18. To undertake and execute any trusts, the undertaking of which may seem to the Company desirable, either gratuitously or otherwise.

19. To establish, or promote or concur in establishing or promote any company for the purpose of dealing all or any of the properties, rights and liabilities of the Company.

20. To sell, mortgage, exchange, grant licenses and other rights improve, manage, develop and dispose of undertakings, properties, assets and effects of the company or any part there off or such consideration as may be expedient and in particular for any shares, stocks, debentures or other securities of any other such company having main objects altogether or in part similar to those of the Company.

21. Subject to the Provisions of Section 100 to 105 of the Act, to distribute among the

members or otherwise any property of the Company or any proceeds of sale or disposal of any property of the Company in the event of winding up.

22. To borrow money, take out loans, raise money, credit or other facilities, with or without security, to take up or secure any liabilities (either of the Company or of any other person) in the manner and under the terms which it would deem fit and particularly (but without prejudice to the generality as aforementioned) by the issue of debentures and debenture stock -perpetual or terminable- bonds, mortgages, pledges, assignments, charges (including fixed or floating charges) or any other bonds or securities formed or based or which may be formed or based upon all or any of the movable or immovable property assets and interests of the Company including the uncalled capital of the Company or without any such security or under such terms in connection with priorities or in any other manner, as the Company would deem fit from time to time.

23. To issue or allot fully or partly paid shares in the capital of the Company in payment or part payment for any movable or immovable property purchased or otherwise acquired by the Company or for any services rendered to the Company.

24. To distribute as dividend or bonus among the member or to place to reserve or otherwise to apply, as the Company may, from time to time, determine any money received by way of premium on debentures issued at a premium by the Company and any money received in respect of forfeited shares, money arising from the sale by the Company of forfeited shares subject to the provisions of Section 52 of the Companies Act, 2013.

25. To employ agents or experts to investigate and examine into the conditions, prospects value, character and circumstances of any business concerns and undertakings and generally of any assets properties or rights which the Company purpose to acquire.

26. To create any reserve fund, sinking fund, or any other such special funds whether for depreciation, repairing, improving, research, extending or maintaining any of the properties of the Company or for any other such purpose conducive to the interest of the Company.

27. Subject to the provisions of Section 182 and 183 of Companies Act, 2013, to subscribe contribute, gift or money, rights or assets for any national educational, religious, charitable, scientific, public, general or usual objects or to make gifts or such other assets to any institutions, clubs, societies, associations, trusts, scientific research associations, funds, universities, college or any individual, body of individuals or bodies corporate.

28. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation, provident or gratuity funds for the benefit of and give of procure the giving of the gratuities pensions, allowances, bonuses or emoluments of any persons who are or were at any time in the employment or service of the company or any company which is a subsidiary of the Company or is allied to or associated with the Company or with any such subsidiary company or who are or were at any time Directors or officers of the Company or any other company as aforesaid and the wives, widows, families and dependents of any such persons



and also to establish and subsidise and subscribe to any institutions, associations, club or funds calculated to be for the benefit of or advance aforesaid and make payments to any such persons as aforesaid and to do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.

29. To establish, for any of the main objects of the Company, branches or to establish any firm or firms at places in or outside India as the Company may deem expedient.

30. To pay for any property or rights acquired by or for any services rendered to the Company and in particular to remunerate any person, firm or company introducing business to the company either in cash or fully or partly-paid up shares with or without preferred or deferred rights in respect of dividend or repayment of capital or otherwise or by any securities which the company has power to issue or by the grant of any rights or options or partly in one mode and partly in another and generally on such terms as the company may determine, subject to the provision of section 314 of the act.

31. To pay out of the funds of the company all costs, charges and expenses of and incidental to the formation and registration of the company and any company promoted by the company and also all costs, charges, duties, impositions and expenses of and incidental to the acquisition by the company of any property or assets.

32. To send out to foreign countries, its director, employees or any other person or persons for investigation possibilities of main business or trade procuring and buying any machinery or establishing trade and business connections or for promoting the

interests of the company and to pay all expenses incurred in the connection.

33. To compensate for loss of office of any Managing Director, Directors or other officers of the Company within the limitations prescribed under the Companies Act or such other statute or rule having the force of law and to make payments to any person whose office of employment or duties may be determined by virtue of any transaction in which the Company is engaged.

34. To agree to refer to arbitration any dispute, present or future between the Company and any other company, firm, individual or any other body and to submit the same to arbitration in India or abroad either in accordance with Indian or any foreign system of law.

35. To appoint agents, sub-agents, dealers, managers canvassers, sales, representatives or salesmen for transacting all or any kind of the main business of which this Company is authorized to carry on and to constitute agencies of the Company in India or in any other country and establish depots and agencies in different parts of the world.

36. To employ experts to investigate and examine into the condition, prospects, value, character and circumstances of any business, concern or undertaking or of any assets, properties or rights.

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.

The liability of the member(s) is limited

The liability of the member(s) is Unlimited

5 Every member of the company undertakes to contribute:

(i) to the assets of the company in the event of its being wound up while he is a member, or within one year after he ceases to be a member, for payment of the debts and liabilities of the company or of such debts and liabilities as may have been contracted before he ceases to be a member; and

(ii) to the costs, charges and expenses of winding up (and for the adjustment of the rights of the contributories among

themselves), such amount as may be required, not exceeding \*  rupees.

(iii) The share capital of the company is  rupees, divided into

Equity Share	Shares of	10	Rupees each		14000000
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6

We, the several persons, whose names and address 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:

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:

Subscriber Details					
S. No.	*Name, Address, Description and Occupation	DIN / PAN / Passport number	No. of shares taken	DSC	Dated
1	Mr. KARBHARI PANDURANG DHATRAK S/o. Mr. PANDURANG ANANDA DHATRAK Add - Plot No.18, Sharmadeep Bunglow, Matoshri Nagar, Tidke Colony, Nashik - 422 002 Occ- Business	10065729	2499000 Equity,0 Prefere	Karbhari Pandurang Dhatriak <small>Digitally signed by Karbhari Pandurang Dhatriak Date: 2023.07.29 15:17:53 +05'30'</small>	29/07/2023
2	Mrs. JAYSHREE KARBHARI DHATRAK D/o. Mr. RAMCHANDRA BABURAO GAMBHIRAY Add - Plot No.18, Sharmadeep Bunglow, Matoshri Nagar, Tidke Colony, Nashik - 422 002 Occ ? Business	10147754	4998000 Equity,0 Prefere	Jayashree Karbhari Dhatriak <small>Digitally signed by Jayashree Karbhari Dhatriak Date: 2023.07.29 15:18:09 +05'30'</small>	29/07/2023
3	Mr. CHETAN KARBHARI DHATRAK S/o. Mr. KARBHARI PANDURANG DHATRAK Add - Plot No.18, Sharmadeep Bunglow, Matoshri Nagar, Tidke Colony, Nashik - 422 002 Occ- Business	10064427	2499000 Equity,0 Prefere	CHETAN KARBHARI DHATRAK <small>Digitally signed by Chetan Karbhari Dhatriak Date: 2023.07.29 15:18:21 +05'30'</small>	29/07/2023
	Mr. TUSHAR KARBHARI DHATRAK S/o. Mr. KARBHARI PANDURANG DHATRAK		1000 Equity,0	TUSHAR KARBHARI DHATRAK <small>Digitally signed by Tushar Karbhari Dhatriak Date: 2023.07.29 15:23:18 +05'30'</small>	29/07/2023

4	ADD - Plot No.5, Gati Physiotherapy & Ayurved Chikitsalay, Makhmalabad Road, Shanti Nagar, Nashik - 422 003 Occ-Business	AWUPD2954L	Preference		
5	Mrs. SUJATA TUSHAR DHATRAK D/o. Mr. BABAN MAHADEV HANGE ADD - Plot No.5, Gati Physiotherapy & Ayurved Chikitsalay, Makhmalabad Road, Shanti Nagar, Nashik - 422 003 Occ-Business	AIEPH4206M	1000 Equity,0 Preference	SUJATA TUSHAR DHATRAK Digitally signed by SUJATA TUSHAR DHATRAK Date: 2023.07.29 15:23:39 +05'30'	29/07/2023
6	Mr. CHANDRASHEKHAR PRABHAKAR DHATRAK S/o. Mr. PRABHAKAR PANDURANG DHATRAK Add:- PLOT NO. 2, Pandurang Niwas, Hemkunj Road, Makhmalabad Naka, Panchavati, Nashik ? 422 003 Occ-Business	AKFPD3126M	1000 Equity,0 Preference	Chandrashekhhar Prabhakar Dhatriak Digitally signed by Chandrashekhhar Prabhakar Dhatriak Date: 2023.07.29 15:23:59 +05'30'	29/07/2023
7	Mrs. PRIYANKA CHETAN DHATRAK D/o. Mr. DATTU GHUGE Add - Plot No.18, Sharmadeep Bunglow, Matoshri Nagar, Tidke Colony, Nashik - 422 002 Occ- Business	CFMPD8229R	1000 Equity,0 Preference	Priyanka Chetan Dhatriak Digitally signed by Priyanka Chetan Dhatriak Date: 2023.07.29 15:24:22 +05'30'	29/07/2023
<b>Total shares taken</b>			10000000 Equity,0 Preference		

**Signed before me**

Membership type of the witness (ACA/FCA/ACS/FCS/ACMA/FCMA)	*Name of the witness	*Address, Description and Occupation	DIN / PAN / Passport number / Membership number	DSC	Dated
FCA	CA YOGESH SAPARIYA	ADD ? 28/437, GAJANAN VIJAY CHS, CHARKOP SECTOR-4, KANDIVALI WEST, MUMBAI ? 400067 PCA	161939	YOGESH NATWARLA L SAPARIYA Digitally signed by YOGESH NATWARLA L SAPARIYA Date: 2023.07.29 15:18:27 +05'30'	29/07/2023

7 Shri / Smt

Of

resident of

aged

years shall be the nominee in the event of death of the sole member.

**Form No. INC-34**

Form language

**e-AOA (e-Articles of Association)** English Hindi

[Pursuant to Section 5 of the Companies Act, 2013 and rules made thereunder read with Schedule I]

Refer instruction kit for filing the form.

All fields marked in \* are mandatory

Table applicable to company as notified under schedule I of the Companies Act, 2013 (F, G, H)

Table F / G / H (basis on the selection of above-mentioned field) as notified under schedule I of the companies Act, 2013 is applicable to

(F – a company limited by shares

G– a company limited by guarantee and having a share capital

H – a company limited by guarantee and not having share capital)

The name of the company is

Check if not applicable	Check if altered	Article No.	Description
			<b>Interpretation</b>
<input type="checkbox"/>	<input checked="" type="checkbox"/>		<ul style="list-style-type: none"> <li>In these regulations Act means the Companies Act to the extent notified Annual General Meeting means a general meeting of the Members held in accordance with the provisions of Section of the Act and any adjourned holding thereof Auditors means and includes those persons appointed as such for the time being by the Company Beneficial Owner means a person whose name is recorded as such with a Depository Board means the duly constituted Board of Directors of the Company Capital means the Share capital for the time being raised or authorised to be raised for the purpose of the Company Chairman means the Chairman of the Board of Directors of the Company Company or this Company means BANGANGA PAPER MILLS LIMITED Debenture includes Debenture stock Depositories Act means the Depositories Act including any statutory modifications or reenactment thereof for the time being in force Depository means a company formed and registered under the Companies Act and which has been granted a certificate of registration under subsection A of Section of the Securities and Exchange Board of India Act Directors mean the Directors for the time being of the Company or as the case may be the Directors assembled at a Board Meeting Dividend includes bonus and interim dividend Extraordinary General Meeting means an extraordinary general meeting of the</li> </ul>

	I	<p>Members duly called and convened and any adjourned holding thereof</p> <p>Key Managerial Personal means an individual as defined under Section of the Act</p> <p>Manager means an individual as defined under Section of the Act</p> <p>Managing Director means an individual as defined under Section of the Act</p> <p>Member means the duly registered holder from time to time of the shares of the Company and includes every person whose name is entered as a Beneficial Owner as defined in clause a of Subsection of Section of the Depositories Act</p> <p>Meeting or General Meeting means a meeting of Directors or Members or creditors as the case may be</p> <p>Nonretiring Director means a director not subject to retirement by rotation</p> <p>includes an Independent Director appointed pursuant to the provisions of Section of the Act</p> <p>Office means the registered office of the Company</p> <p>Paid up includes capital credited as paid up</p> <p>Person means any natural person firm company governmental authority joint venture partnership association or any other entity whether or not having a separate legal personality</p> <p>Register of Members means the Register of Members to be kept pursuant to Section of the Act</p> <p>Seal means the Common Seal for the time being of the Company</p> <p>Share means a share in the share capital of the Company and includes stock except where a distinction between stock and shares is expressed or implied</p> <p>Ordinary Resolution and Special Resolutions shall have the meanings assigned thereto by Section of the Act</p> <p>Year means the calendar year and Financial Year shall have the meaning assigned thereto by Section of the Act</p> <p>Unless the context otherwise requires words or expressions contained in these regulations shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these regulations become binding on the company</p>
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		<b>Share Capital and Variation of rights</b>
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<input type="checkbox"/>	<input checked="" type="checkbox"/>	<p>II 1</p> <ul style="list-style-type: none"> <li>a The Authorized Share Capital of the Company shall be as per Clause V of the Memorandum of Association of the Company with rights to alter the same in whatever way as deemed fit by the Company</li> </ul> <p>The company may increase or decrease the Authorized Share Capital in accordance with Company's regulations and legislative provisions for the time being in that behalf</p> <p>The Company may subject to the provisions of Section of the said Act issue preference shares which are liable to be redeemed and may redeem such shares in any manner provided in the said section and may issue shares up to the nominal amount of the shares redeemed or to be redeemed</p> <p>Where the Company has issued redeemable preference shares the provisions of the said section shall be complied with</p> <p>The Company shall have right to issue Differential Equity Shares with Differential Voting Rights</p> <p>The Company shall have right to issue Compulsory Convertible Debentures CCDs carrying interest which shall be credited as fully paid free and clear of all encumbrances for and aggregate</p> <p>The Investor shall on conversion of the CCDs hold together with the Differential Equity Shares already allotted paid up equity share capital of the Company on the date of conversion shall be as set out</p> <p>The Company shall issue Right shares which shall include Right of Renunciation Private Placement of shares preferential allotment of shares and Employee Stock Option Scheme ESOP and Sweat Equity Shares</p> <p>If at</p>
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			<p>any timeshare capital is divided into different classes of shares the rights attached to any class unless otherwise provided by the terms of the issue of the shares of that class may subject to the provisions of Section of the Companies Act and whether or not the company is being wound up be varied with the consent in writing of the holders of three-fourth of the issued shares of that class or with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class To every such separate meeting the provision of these regulations relating to general meeting shall apply</p>
<input type="checkbox"/>	<input type="checkbox"/>	2	<ul style="list-style-type: none"> <li>• Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after incorporation in case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or within such other period as the conditions of issue shall be provided one certificate for all his shares without payment of any charges or several certificates each for one or more of his shares upon payment of twenty rupees for each certificate after the first Every certificate shall be under the seal and shall specify the shares to which it relates and the amount paid up thereon In respect of any share or shares held jointly by several persons the company shall not be bound to issue more than one certificate and delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to all such holders</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	3	<ul style="list-style-type: none"> <li>• If any share certificate be worn out defaced mutilated or torn or if there be no further space on the back for endorsement of transfer then upon production and surrender thereof to the company a new certificate may be issued in lieu thereof and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the company and on execution of such indemnity as the company deem adequate a new certificate in lieu thereof shall be given Every certificate under this Article shall be issued on payment of twenty rupees for each certificate The provisions of Articles and shall mutatis mutandis apply to debentures of the company</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	4	<ul style="list-style-type: none"> <li>• Except as required by law no person shall be recognised by the company as holding any share upon any trust and the company shall not be bound by or be compelled in any way to recognise even when having notice thereof any equitable contingent future or partial interest in any share or any interest in any fractional part of a share or except only as by these regulations or by law otherwise provided any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	5	<ul style="list-style-type: none"> <li>• The company may exercise the powers of paying commissions conferred by subsection of section provided that the rate per cent or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that section and rules made thereunder The rate or amount of the commission shall not exceed the rate or amount prescribed in rules made under subsection of section The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other</li> </ul>
			<ul style="list-style-type: none"> <li>• If at any time the share capital is divided into different classes of</li> </ul>

<input type="checkbox"/>	<input type="checkbox"/>	6	<p>shares the rights attached to any class unless otherwise provided by the terms of issue of the shares of that class may subject to the provisions of section and whether or not the company is being wound up be varied with the consent in writing of the holders of threefourths of the issued shares of that class or with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class To every such separate meeting the provisions of these regulations relating to general meetings shall mutatis mutandis apply but so that the necessary quorum shall be at least two persons holding at least onethird of the issued shares of the class in question</p>
<input type="checkbox"/>	<input type="checkbox"/>		
<input type="checkbox"/>	<input type="checkbox"/>	7	<ul style="list-style-type: none"> <li>The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not unless otherwise expressly provided by the terms of issue of the shares of that class be deemed to be varied by the creation or issue of further shares ranking pari passu therewith</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>		
<input type="checkbox"/>	<input type="checkbox"/>	8	<ul style="list-style-type: none"> <li>Subject to the provisions of section any preference shares may with the sanction of an ordinary resolution be issued on the terms that they are to be redeemed on such terms and in such manner as the company before the issue of the shares may by special resolution determine</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>		
			<b>Lien</b>
<input type="checkbox"/>	<input type="checkbox"/>	9	<ul style="list-style-type: none"> <li>The company shall have a first and paramount lien on every share not being a fully paid share for all monies whether presently payable or not called or payable at a fixed time in respect of that share and on all shares not being fully paid shares standing registered in the name of a single person for all monies presently payable by him or his estate to the company Provided that the Board of directors may at any time declare any share to be wholly or in part exempt from the provisions of this clause The companys lien if any on a share shall extend to all dividends payable and bonuses declared from time to time in respect of such shares</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>		
<input type="checkbox"/>	<input type="checkbox"/>	10	<ul style="list-style-type: none"> <li>The company may sell in such manner as the Board thinks fit any shares on which the company has a lien Provided that no sale shall be made unless a sum in respect of which the lien exists is presently payable or b until the expiration of fourteen days after a notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable has been given to the registered holder for the time being of the share or the person entitled thereto by reason of his death or insolvency</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>		
<input type="checkbox"/>	<input type="checkbox"/>	11	<ul style="list-style-type: none"> <li>To give effect to any such sale the Board may authorise some person to transfer the shares sold to the purchaser thereof The purchaser shall be registered as the holder of the shares comprised in any such transfer The purchaser shall not be bound to see to the application of the purchase money nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>		



<input type="checkbox"/>	<input type="checkbox"/>	12	<ul style="list-style-type: none"> <li>The proceeds of the sale shall be received by the company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable The residue if any shall subject to a like lien for sums not presently payable as existed upon the shares before the sale be paid to the person entitled to the shares at the date of the sale</li> </ul>
			<b><i>Calls on shares</i></b>
<input type="checkbox"/>	<input type="checkbox"/>	13	<ul style="list-style-type: none"> <li>The Board may from time to time make calls upon the members in respect of any monies unpaid on their shares whether on account of the nominal value of the shares or by way of premium and not by the conditions of allotment thereof made payable at fixed times Provided that no call shall exceed one fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding call Each member shall subject to receiving at least fourteen days notice specifying the time or times and place of payment pay to the company at the time or times and place so specified the amount called on his shares A call may be revoked or postponed at the discretion of the Board</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	14	<ul style="list-style-type: none"> <li>A call shall be deemed to have been made at the time when the resolution of the Board authorizing the call was passed and may be required to be paid by instalments</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	15	<ul style="list-style-type: none"> <li>The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	16	<ul style="list-style-type: none"> <li>If a sum called in respect of a share is not paid before or on the day appointed for payment thereof the person from whom the sum is due shall pay interest thereon from the day appointed for payment thereof to the time of actual payment at ten per cent per annum or at such lower rate if any as the Board may determine The Board shall be at liberty to waive payment of any such interest wholly or in part</li> </ul>
<input type="checkbox"/>	<input checked="" type="checkbox"/>	17	<ul style="list-style-type: none"> <li>a Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date whether on account of nominal value of the share or by way of premium shall for the purpose of these regulations be deemed to be a call duly made and payable on the date which by the terms of issue such sum become payable In case of non payment of such sum all the relevant provisions of these regulations as to payment of interest and expenses forfeiture or otherwise shall apply as if such sum had become payable by virtue a call duly made and notified The Board may if it thinks fit receive from any member willing to advance the same all or any part of the moneys uncalled and unpaid upon any shares held by him and The Board upon all or any moneys advanced may until the same would but for such advance become presently payable pay interest at such rate not exceeding unless the Company in general meeting shall otherwise direct per cent per annum as may be agreed upon between the Board and the member and the member paying the sum in advance</li> </ul>

<input type="checkbox"/>	<input type="checkbox"/>	18	<ul style="list-style-type: none"> <li>The Board may if it thinks fit receive from any member willing to advance the same all or any part of the monies uncalled and unpaid upon any shares held by him and b upon all or any of the monies so advanced may until the same would but for such advance become presently payable pay interest at such rate not exceeding unless the company in general meeting shall otherwise direct twelve per cent per annum as may be agreed upon between the Board and the member paying the sum in advance</li> </ul>
			<b>Transfer of shares</b>
<input type="checkbox"/>	<input type="checkbox"/>	19	<ul style="list-style-type: none"> <li>The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	20	<ul style="list-style-type: none"> <li>The Board may subject to the right of appeal conferred by section decline to register the transfer of a share not being a fully paid share to a person of whom they do not approve or any transfer of shares on which the company has a lien</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	21	<ul style="list-style-type: none"> <li>The Board may decline to recognise any instrument of transfer unless a the instrument of transfer is in the form as prescribed in rules made under subsection of section b the instrument of transfer is accompanied by the certificate of the shares to which it relates and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer and c the instrument of transfer is in respect of only one class of shares</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	22	<ul style="list-style-type: none"> <li>On giving not less than seven days previous notice in accordance with section and rules made thereunder the registration of transfers may be suspended at such times and for such periods as the Board may from time to time determine Provided that such registration shall not be suspended for more than thirty days at any one time or for more than forty five days in the aggregate in any year</li> </ul>
			<b>Transmission of shares</b>
<input type="checkbox"/>	<input type="checkbox"/>	23	<ul style="list-style-type: none"> <li>On the death of a member the survivor or survivors where the member was a joint holder and his nominee or nominees or legal representatives where he was a sole holder shall be the only persons recognised by the company as having any title to his interest in the shares Nothing in clause i shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	24	<ul style="list-style-type: none"> <li>Any person becoming entitled to a share in consequence of the death or insolvency of a member may upon such evidence being produced as may from time to time properly be required by the Board and subject as hereinafter provided elect either to be registered himself as holder of the share or to make such transfer of the share as the deceased or insolvent member could have made The Board shall in either case have the same right to decline or suspend registration as it would have had if the deceased or insolvent member had transferred the share before his death or</li> </ul>

			insolvency
<input type="checkbox"/>	<input type="checkbox"/>	25	<ul style="list-style-type: none"> <li>If the person so becoming entitled shall elect to be registered as holder of the share himself he shall deliver or send to the company a notice in writing signed by him stating that he so elects If the person aforesaid shall elect to transfer the share he shall testify his election by executing a transfer of the share All the limitations restrictions and provisions of these regulations relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or insolvency of the member had not occurred and the notice or transfer were a transfer signed by that member</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	26	<ul style="list-style-type: none"> <li>A person becoming entitled to a share by reason of the death or insolvency of the holder shall be entitled to the same dividends and other advantages to which he would be entitled if he were the registered holder of the share except that he shall not before being registered as a member in respect of the share be entitled in respect of it to exercise any right conferred by membership in relation to meetings of the company Provided that the Board may at any time give notice requiring any such person to elect either to be registered himself or to transfer the share and if the notice is not complied with within ninety days the Board may thereafter withhold payment of all dividends bonuses or other monies payable in respect of the share until the requirements of the notice have been complied with</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	27	<ul style="list-style-type: none"> <li>In case of a One Person Company on the death of the sole member the person nominated by such member shall be the person recognised by the company as having title to all the shares of the member the nominee on becoming entitled to such shares in case of the members death shall be informed of such event by the Board of the company such nominee shall be entitled to the same dividends and other rights and liabilities to which such sole member of the company was entitled or liable on becoming member such nominee shall nominate any other person with the prior written consent of such person who shall in the event of the death of the member become the member of the company</li> </ul>
			<b>Forfeiture of shares</b>
<input type="checkbox"/>	<input type="checkbox"/>	28	<ul style="list-style-type: none"> <li>If a member fails to pay any call or instalment of a call on the day appointed for payment thereof the Board may at any time thereafter during such time as any part of the call or instalment remains unpaid serve a notice on him requiring payment of so much of the call or instalment as is unpaid together with any interest which may have accrued</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	29	<ul style="list-style-type: none"> <li>The notice aforesaid shall name a further day not being earlier than the expiry of fourteen days from the date of service of the notice on or before which the payment required by the notice is to be made and state that in the event of nonpayment on or before the day so named the shares in respect of which the call was made shall be liable to be forfeited</li> </ul>
			<ul style="list-style-type: none"> <li>If the requirements of any such notice as aforesaid are not complied</li> </ul>

<input type="checkbox"/>	<input type="checkbox"/>	30	with any share in respect of which the notice has been given may at any time thereafter before the payment required by the notice has been made be forfeited by a resolution of the Board to that effect
<input type="checkbox"/>	<input type="checkbox"/>	31	<ul style="list-style-type: none"> <li>A forfeited share may be sold or otherwise disposed of on such terms and in such manner as the Board thinks fit At any time before a sale or disposal as aforesaid the Board may cancel the forfeiture on such terms as it thinks fit</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	32	<ul style="list-style-type: none"> <li>A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares but shall notwithstanding the forfeiture remain liable to pay to the company all monies which at the date of forfeiture were presently payable by him to the company in respect of the shares The liability of such person shall cease if and when the company shall have received payment in full of all such monies in respect of the shares</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	33	<ul style="list-style-type: none"> <li>A duly verified declaration in writing that the declarant is a director the manager or the secretary of the company and that a share in the company has been duly forfeited on a date stated in the declaration shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share The company may receive the consideration if any given for the share on any sale or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of The transferee shall thereupon be registered as the holder of the share and The transferee shall not be bound to see to the application of the purchase money if any nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture sale or disposal of the share</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	34	<ul style="list-style-type: none"> <li>The provisions of these regulations as to forfeiture shall apply in the case of nonpayment of any sum which by the terms of issue of a share becomes payable at a fixed time whether on account of the nominal value of the share or by way of premium as if the same had been payable by virtue of a call duly made and notified</li> </ul>
			<b>Alteration of capital</b>
<input type="checkbox"/>	<input type="checkbox"/>	35	<ul style="list-style-type: none"> <li>The company may from time to time by ordinary resolution increase the share capital by such sum to be divided into shares of such amount as may be specified in the resolution</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	36	<ul style="list-style-type: none"> <li>Subject to the provisions of section the company may by ordinary resolution consolidate and divide all or any of its share capital into shares of larger amount than its existing shares convert all or any of its fully paidup shares into stock and reconvert that stock into fully paidup shares of any denomination subdivide its existing shares or any of them into shares of smaller amount than is fixed by the memorandum cancel any shares which at the date of the passing of the resolution have not been taken or agreed to be taken by any person</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> <li>Where shares are converted into stock the holders of stock may transfer the same or any part thereof in the same manner as and</li> </ul>

		37	<p>subject to the same regulations under which the shares from which the stock arose might before the conversion have been transferred or as near thereto as circumstances admit Provided that the Board may from time to time fix the minimum amount of stock transferable so however that such minimum shall not exceed the nominal amount of the shares from which the stock arose the holders of stock shall according to the amount of stock held by them have the same rights privileges and advantages as regards dividends voting at meetings of the company and other matters as if they held the shares from which the stock arose but no such privilege or advantage except participation in the dividends and profits of the company and in the assets on winding up shall be conferred by an amount of stock which would not if existing in shares have conferred that privilege or advantage such of the regulations of the company as are applicable to paid up shares shall apply to stock and the words share and shareholder in those regulations shall include stock and stockholder respectively</p>
<input type="checkbox"/>	<input type="checkbox"/>	38	<ul style="list-style-type: none"> <li>The company may by special resolution reduce in any manner and with and subject to any incident authorised and consent required by law its share capital any capital redemption reserve account or any share premium account</li> </ul>
			<b>Capitalisation of profits</b>
<input type="checkbox"/>	<input type="checkbox"/>	39	<ul style="list-style-type: none"> <li>The company in general meeting may upon the recommendation of the Board resolve that it is desirable to capitalise any part of the amount for the time being standing to the credit of any of the company's reserve accounts or to the credit of the profit and loss account or otherwise available for distribution and that such sum be accordingly set free for distribution in the manner specified in clause ii amongst the members who would have been entitled thereto if distributed by way of dividend and in the same proportions The sum aforesaid shall not be paid in cash but shall be applied subject to the provision contained in clause iii either in or towards paying up any amounts for the time being unpaid on any shares held by such members respectively paying up in full unissued shares of the company to be allotted and distributed credited as fully paid up to and amongst such members in the proportions aforesaid partly in the way specified in subclause A and partly in that specified in subclause B A securities premium account and a capital redemption reserve account may for the purposes of this regulation be applied in the paying up of unissued shares to be issued to members of the company as fully paid bonus shares The Board shall give effect to the resolution passed by the company in pursuance of this regulation</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>		
<input type="checkbox"/>	<input type="checkbox"/>	40	<ul style="list-style-type: none"> <li>Whenever such a resolution as aforesaid shall have been passed the Board shall make all appropriations and applications of the undivided profits resolved to be capitalised thereby and all allotments and issues of fully paid shares if any and generally do all acts and things required to give effect thereto The Board shall have power to make such provisions by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit for the case of shares becoming distributable in fractions and to authorise any person to enter on behalf of all the members entitled thereto into an agreement with the company providing for the allotment to</li> </ul>

			them respectively credited as fully paidup of any further shares to which they may be entitled upon such capitalisation or as the case may require for the payment by the company on their behalf by the application thereto of their respective proportions of profits resolved to be capitalised of the amount or any part of the amounts remaining unpaid on their existing shares Any agreement made under such authority shall be effective and binding on such members
			<b>Buy-back of shares</b>
<input type="checkbox"/>	<input type="checkbox"/>	41	<ul style="list-style-type: none"> <li>Notwithstanding anything contained in these articles but subject to the provisions of sections to and any other applicable provision of the Act or any other law for the time being in force the company may purchase its own shares or other specified securities</li> </ul>
			<b>General meetings</b>
<input type="checkbox"/>	<input type="checkbox"/>	42	<ul style="list-style-type: none"> <li>All general meetings other than annual general meeting shall be called extraordinary general meeting</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	43	<ul style="list-style-type: none"> <li>The Board may whenever it thinks fit call an extraordinary general meeting If at any time directors capable of acting who are sufficient in number to form a quorum are not within India any director or any two members of the company may call an extraordinary general meeting in the same manner as nearly as possible as that in which such a meeting may be called by the Board</li> </ul>
			<b>Proceedings at general meetings</b>
<input type="checkbox"/>	<input type="checkbox"/>	44	<ul style="list-style-type: none"> <li>No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business Save as otherwise provided herein the quorum for the general meetings shall be as provided in section</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	45	<ul style="list-style-type: none"> <li>The chairperson if any of the Board shall preside as Chairperson at every general meeting of the company</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	46	<ul style="list-style-type: none"> <li>If there is no such Chairperson or if he is not present within fifteen minutes after the time appointed for holding the meeting or is unwilling to act as chairperson of the meeting the directors present shall elect one of their members to be Chairperson of the meeting</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	47	<ul style="list-style-type: none"> <li>If at any meeting no director is willing to act as Chairperson or if no director is present within fifteen minutes after the time appointed for holding the meeting the members present shall choose one of their members to be Chairperson of the meeting</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	48	<ul style="list-style-type: none"> <li>In case of a One Person Company the resolution required to be passed at the general meetings of the company shall be deemed to have been passed if the resolution is agreed upon by the sole member and communicated to the company and entered in the minutes book maintained under section such minutes book shall be signed and dated by the member the resolution shall become</li> </ul>

effective from the date of signing such minutes by the sole member

**Adjournment of meeting**

<input type="checkbox"/>	<input type="checkbox"/>	49	<ul style="list-style-type: none"> <li>The Chairperson may with the consent of any meeting at which a quorum is present and shall if so directed by the meeting adjourn the meeting from time to time and from place to place No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place When a meeting is adjourned for thirty days or more notice of the adjourned meeting shall be given as in the case of an original meeting Save as aforesaid and as provided in section of the Act it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting</li> </ul>

**Voting rights**

<input type="checkbox"/>	<input type="checkbox"/>	50	<ul style="list-style-type: none"> <li>Subject to any rights or restrictions for the time being attached to any class or classes of shares on a show of hands every member present in person shall have one vote and on a poll the voting rights of members shall be in proportion to his share in the paidup equity share capital of the company</li> </ul>

<input type="checkbox"/>	<input type="checkbox"/>	51	<ul style="list-style-type: none"> <li>A member may exercise his vote at a meeting by electronic means in accordance with section and shall vote only once</li> </ul>
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<input type="checkbox"/>	<input type="checkbox"/>	52	<ul style="list-style-type: none"> <li>In the case of joint holders the vote of the senior who tenders a vote whether in person or by proxy shall be accepted to the exclusion of the votes of the other joint holdersFor this purpose seniority shall be determined by the order in which the names stand in the register of members</li> </ul>

<input type="checkbox"/>	<input type="checkbox"/>	53	<ul style="list-style-type: none"> <li>A member of unsound mind or in respect of whom an order has been made by any court having jurisdiction in lunacy may vote whether on a show of hands or on a poll by his committee or other legal guardian and any such committee or guardian may on a poll vote by proxy</li> </ul>

<input type="checkbox"/>	<input type="checkbox"/>	54	<ul style="list-style-type: none"> <li>Any business other than that upon which a poll has been demanded maybe proceeded with pending the taking of the poll</li> </ul>
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<input type="checkbox"/>	<input type="checkbox"/>	55	<ul style="list-style-type: none"> <li>No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the company have been paid</li> </ul>

<input type="checkbox"/>	<input type="checkbox"/>	56	<ul style="list-style-type: none"> <li>No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered and every vote not disallowed at such meeting shall be valid for all purposes Any such objection made in due time shall be referred to the Chairperson of the meeting whose decision shall be final and conclusive</li> </ul>

**Proxy**

<input type="checkbox"/>	<input type="checkbox"/>	57	<ul style="list-style-type: none"> <li>The instrument appointing a proxy and the power of attorney or other authority if any under which it is signed or a notarised copy of that power or authority shall be deposited at the registered office of the company not less than hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote or in the case of a poll not less than hours before the time appointed for the taking of the poll and in default the instrument of proxy shall not be treated as valid</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	58	<ul style="list-style-type: none"> <li>An instrument appointing a proxy shall be in the form as prescribed in the rules made under section</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	59	<ul style="list-style-type: none"> <li>A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed or the transfer of the shares in respect of which the proxy is given Provided that no intimation in writing of such death insanity revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used</li> </ul>
			<b>Board of Directors</b>
<input type="checkbox"/>	<input checked="" type="checkbox"/>	60	<ul style="list-style-type: none"> <li>The number of the directors and the names of the first directors shall be determined in writing by the subscribers of the memorandum or a majority of them The Following Shall be the First Directors of the Company Mr KARBHARI PANDURANG DHATRAK Mrs JAYSHREE KARBHARIDHATRAK Mr CHETAN KARBHARIDHATRAK</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	61	<ul style="list-style-type: none"> <li>The remuneration of the directors shall in so far as it consists of a monthly payment be deemed to accrue from day to day In addition to the remuneration payable to them in pursuance of the Act the directors may be paid all travelling hotel and other expenses properly incurred by them in attending and returning from meetings of the Board of Directors or any committee thereof or general meetings of the company or in connection with the business of the company</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	62	<ul style="list-style-type: none"> <li>The Board may pay all expenses incurred in getting up and registering the company</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	63	<ul style="list-style-type: none"> <li>The company may exercise the powers conferred on it by section with regard to the keeping of a foreign register and the Board may subject to the provisions of that section make and vary such regulations as it may think fit respecting the keeping of any such register</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	64	<ul style="list-style-type: none"> <li>All cheques promissory notes drafts hundis bills of exchange and other negotiable instruments and all receipts for monies paid to the company shall be signed drawn accepted endorsed or otherwise executed as the case may be by such person and in such manner as the Board shall from time to time by resolution determine</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> <li>Every director present at any meeting of the Board or of a</li> </ul>



		65	committee thereof shall sign his name in a book to be kept for that purpose
<input type="checkbox"/>	<input type="checkbox"/>	66	<ul style="list-style-type: none"> <li>Subject to the provisions of section the Board shall have power at any time and from time to time to appoint a person as an additional director provided the number of the directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board by the articles Such person shall hold office only up to the date of the next annual general meeting of the company but shall be eligible for appointment by the company as a director at that meeting subject to the provisions of the Act</li> </ul>
			<b><i>Proceedings of the Board</i></b>
<input type="checkbox"/>	<input type="checkbox"/>	67	<ul style="list-style-type: none"> <li>The Board of Directors may meet for the conduct of business adjourn and otherwise regulate its meetings as it thinks fit A director may and the manager or secretary on the requisition of a director shall at any time summon a meeting of the Board</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	68	<ul style="list-style-type: none"> <li>Save as otherwise expressly provided in the Act questions arising at any meeting of the Board shall be decided by a majority of votes In case of an equality of votes the Chairperson of the Board if any shall have a second or casting vote</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	69	<ul style="list-style-type: none"> <li>The continuing directors may act notwithstanding any vacancy in the Board but if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum or of summoning a general meeting of the company but for no other purpose</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	70	<ul style="list-style-type: none"> <li>The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office If no such Chairperson is elected or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting the directors present may choose one of their number to be Chairperson of the meeting</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	71	<ul style="list-style-type: none"> <li>The Board may subject to the provisions of the Act delegate any of its powers to committees consisting of such member or members of its body as it thinks fit Any committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Board</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	72	<ul style="list-style-type: none"> <li>A committee may elect a Chairperson of its meetings If no such Chairperson is elected or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting the members present may choose one of their members to be Chairperson of the meeting</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	73	<ul style="list-style-type: none"> <li>A committee may meet and adjourn as it thinks fit Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present and in case of an equality of votes the Chairperson shall have a second or casting vote</li> </ul>




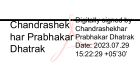
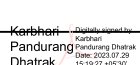


<input type="checkbox"/>	<input type="checkbox"/>	74	<ul style="list-style-type: none"> <li>All acts done in any meeting of the Board or of a committee thereof or by any person acting as a director shall notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid or that they or any of them were disqualified be as valid as if every such director or such person had been duly appointed and was qualified to be a director</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	75	<ul style="list-style-type: none"> <li>Save as otherwise expressly provided in the Act a resolution in writing signed by all the members of the Board or of a committee thereof for the time being entitled to receive notice of a meeting of the Board or committee shall be valid and effective as if it had been passed at a meeting of the Board or committee duly convened and held</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	76	<ul style="list-style-type: none"> <li>In case of a One Person Company where the company is having only one director all the businesses to be transacted at the meeting of the Board shall be entered into minutes book maintained under section such minutes book shall be signed and dated by the director the resolution shall become effective from the date of signing such minutes by the director</li> </ul>
			<b>Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer</b>
<input type="checkbox"/>	<input type="checkbox"/>	77	<ul style="list-style-type: none"> <li>Subject to the provisions of the Act A chief executive officer manager company secretary or chief financial officer may be appointed by the Board for such term at such remuneration and upon such conditions as it may think fit and any chief executive officer manager company secretary or chief financial officer so appointed may be removed by means of a resolution of the Board A director may be appointed as chief executive officer manager company secretary or chief financial officer</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	78	<ul style="list-style-type: none"> <li>A provision of the Act or these regulations requiring or authorising a thing to be done by or to a director and chief executive officer manager company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as director and as or in place of chief executive officer manager company secretary or chief financial officer</li> </ul>
			<b>The Seal</b>
<input type="checkbox"/>	<input checked="" type="checkbox"/>	79	<ul style="list-style-type: none"> <li>The Board shall provide for the safe custody of thesealThesealofthecompany shall not be affixed to anyinstrumentexceptbytheauthority of a resolution of the Board or ofacommitteeofTheBoard shall provide for the safe custody ofthesealThe sealofthecompany shall not be affixed to anyinstrumentexceptbytheauthority of a resolution of the Board or ofacommitteeoftheBoard authorised by it in that behalf and exceptinthepresenceofat least two directors and of the secretary orsuchotherpersonasthe Board may appoint for the purposeandthosetwodirectorsand the secretary or other personaforesaidshallsigneveryinstrument to which the seal of thecompany is soaffixedintheirpresenceExplanation For the purposesof thissubparagraphitishereby clarified that on and fromthecomencementoftheCompanies Amendment Act of</li> </ul>

			iewittheeffectfrom the thMaycompany may not be required to have thesealby virtueofregistration under the Act and if acompanydoesnothave thesealthe provisions of this subparagraphshallnot be applicable
			<b>Dividends and Reserve</b>
<input type="checkbox"/>	<input type="checkbox"/>	80	<ul style="list-style-type: none"> <li>The company in general meeting may declare dividends but no dividend shall exceed the amount recommended by the Board</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	81	<ul style="list-style-type: none"> <li>Subject to the provisions of section the Board may from time to time pay to the members such interim dividends as appear to it to be justified by the profits of the company</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	82	<ul style="list-style-type: none"> <li>The Board may before recommending any dividend set aside out of the profits of the company such sums as it thinks fit as a reserve or reserves which shall at the discretion of the Board be applicable for any purpose to which the profits of the company may be properly applied including provision for meeting contingencies or for equalizing dividends and pending such application may at the like discretion either be employed in the business of the company or be invested in such investments other than shares of the company as the Board may from time to time thinks fit The Board may also carry forward any profits which it may consider necessary not to divide without setting them aside as a reserve</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	83	<ul style="list-style-type: none"> <li>Subject to the rights of persons if any entitled to shares with special rights as to dividends all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid but if and so long as nothing is paid upon any of the shares in the company dividends may be declared and paid according to the amounts of the shares No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this regulation as paid on the share All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	84	<ul style="list-style-type: none"> <li>The Board may deduct from any dividend payable to any member all sums of money if any presently payable by him to the company on account of calls or otherwise in relation to the shares of the company</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	85	<ul style="list-style-type: none"> <li>Any dividend interest or other monies payable in cash in respect of shares may be paid by cheque or warrant sent through the post directed to the registered address of the holder or in the case of joint holders to the registered address of that one of the joint holders who is first named on the register of members or to such person and to such address as the holder or joint holders may in writing direct Every such cheque or warrant shall be made payable to the order of the person to whom it is sent</li> </ul>
			<ul style="list-style-type: none"> <li>Any one of two or more joint holders of a share may give effective</li> </ul>

<input type="checkbox"/>	<input type="checkbox"/>	86	receipts for any dividends bonuses or other monies payable in respect of such share
<input type="checkbox"/>	<input type="checkbox"/>	87	<ul style="list-style-type: none"> <li>• Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act</li> </ul>
<input type="checkbox"/>	<input type="checkbox"/>	88	<ul style="list-style-type: none"> <li>• No dividend shall bear interest against the company</li> </ul>
			<b>Accounts</b>
<input type="checkbox"/>	<input type="checkbox"/>	89	<ul style="list-style-type: none"> <li>• The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the company or any of them shall be open to the inspection of members not being directors No member not being a director shall have any right of inspecting any account or book or document of the company except as conferred by law or authorised by the Board or by the company in general meeting</li> </ul>
			<b>Winding up</b>
<input type="checkbox"/>	<input type="checkbox"/>	90	<ul style="list-style-type: none"> <li>• Subject to the provisions of Chapter XX of the Act and rules made thereunder If the company shall be wound up the liquidator may with the sanction of a special resolution of the company and any other sanction required by the Act divide amongst the members in specie or kind the whole or any part of the assets of the company whether they shall consist of property of the same kind or not For the purpose aforesaid the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members The liquidator may with the like sanction vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary but so that no member shall be compelled to accept any shares or other securities whereon there is any liability</li> </ul>
			<b>Indemnity</b>
<input type="checkbox"/>	<input checked="" type="checkbox"/>	91	<ul style="list-style-type: none"> <li>• Subject to the provisions of the Act every Director Officer or Agent for the time being of the Company shall be indemnified out of the assets of the Company against all liability incurred by him in defending any proceedings whether civil or criminal in which judgment is given in his favour or in which he is acquitted or discharged or in connection with any application under Section of the Act in which relief is granted to him by the Court Every officer auditor and agent for the time being of the Company and every trustee for the time being acting in relation to any affairs of the company shall be indemnified and secured harmless out of the assets and the profits of the company against all action cost charges losses damages and expenses which any such officer auditor agent or trustee may incur or sustain by reason of any contract entered into or act or thing done or omitted by him as such officer auditor agent or trustee in or about the discharge of</li> </ul>

			his duties or supposed duties otherwise than in respect of any negligence default misfeasance breach of duty or breach of trust of which he may be guilty in relation to his company. The heirs, executors and administrators of every one of the aforesaid officers, auditors, agents and trustees shall be entitled to the benefits of the indemnities set forth in clause a and b of this Article
			<b>Others</b>
<input type="checkbox"/>	<input type="checkbox"/>	92	•

**Subscriber Details**

S. No.	Subscriber Details				
	*Name, Address, Description and Occupation	DIN / PAN / Passport number	*Place	DSC	Dated
1	Mrs. PRIYANKA CHETAN DHATRAK D/o. Mr. DATTU GHUGE Add - Plot No.18, Sharmadeep Bunglow, Matoshri Nagar, Tidke Colony, Nashik - 422 002 Occ- Business	CFMPD8229R	NASHIK	 Priyanka Chetan Dhatriak Date: 2023.07.29 15:21:36 +05:30	29/07/2023
2	Mr. TUSHAR KARBHARI DHATRAK S/o. Mr. KARBHARI PANDURANG DHATRAK ADD - Plot No.5, Gati Physiotherapy & Ayurved Chikitsalay, Makhamalabad Road, Shanti Nagar, Nashik - 422 003 Occ- Business	AWUPD2954L	NASHIK	 TUSHAR KARBHARI DHATRAK Date: 2023.07.29 15:21:53 +05:30	29/07/2023
3	Mrs. SUJATA TUSHAR DHATRAK D/o. Mr. BABAN MAHADEV HANGE ADD - Plot No.5, Gati Physiotherapy & Ayurved Chikitsalay, Makhamalabad Road, Shanti Nagar, Nashik - 422 003 Occ- Business	AIEPH4206M	NASHIK	 SUJATA TUSHAR DHATRAK Date: 2023.07.29 15:22:12 +05:30	29/07/2023
4	Mr. CHANDRASHEKHAR PRABHAKAR DHATRAK S/o. Mr. PRABHAKAR PANDURANG DHATRAK Add:- PLOT NO. 2, Pandurang Niwas, Hemkunj Road, Makhmalabad Naka, Panchavati, Nashik ? 422 003 Occ- Business	AKFPD3126M	NASHIK	 Chandrashekar Prabhakar Dhatriak Date: 2023.07.29 15:22:29 +05:30	29/07/2023
5	Mr. KARBHARI PANDURANG DHATRAK S/o. Mr. PANDURANG ANANDA DHATRAK Add - Plot No.18, Sharmadeep Bunglow, Matoshri Nagar, Tidke Colony, Nashik - 422 002 Occ- Business	10065729	NASHIK	 Karbhari Pandurang Dhatriak Date: 2023.07.29 15:19:27 +05:30	29/07/2023
6	Mrs. JAYSHREE KARBHARI DHATRAK D/o. Mr. RAMCHANDRA BABURAO GAMBHIRAY Add - Plot No.18, Sharmadeep Bunglow, Matoshri Nagar, Tidke Colony, Nashik - 422 002 Occ ? Business	10147754	NASHIK	 Jayashree Karbhari Dhatriak Date: 2023.07.29 15:19:40 +05:30	29/07/2023
7	Mr. CHETAN KARBHARI DHATRAK S/o. Mr. KARBHARI PANDURANG DHATRAK Add - Plot No.18, Sharmadeep Bunglow, Matoshri Nagar, Tidke Colony, Nashik - 422 002	10064427	NASHIK	 CHETAN KARBHARI DHATRAK Date: 2023.07.29 15:18:54 +05:30	29/07/2023

Occ- Business				
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**Signed before me**

Name Prefix (ACA/FCA/ACS/ FCS/ACMA/ FCMA)	*Name of the witness	*Address, Description and Occupation	*DIN / PAN / Passport number / Membership		DSC	Dated
FCA	CA YOGESH SAPARIYA	ADD ? 28/437, GAJANAN VIJAY CHS, CHARKOP SECTOR-4, KANDIVALI WEST, MUMBAI ? 400067 PCA	161939	MUMBAI	YOGESH NATWARLA Digitally signed by YOGESH NATWARLA DN#1.6.1939	29/07/2023