

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

**MEMORANDUM OF ASSOCIATION
OF
ANONDITA MEDICARE LIMITED
(Incorporated under the Companies Act, 2013)**

1. The name of the Company is **ANONDITA MEDICARE LIMITED**.
2. The registered Office of the Company will be situated in the state of the **Delhi**.

3.

(a) The Objects to be pursued by the Company on its Incorporation are:-

1. To take over the running business of M/s Anondita Healthcare, Proprietorship, the proprietor, Anupam Ghosh along with take over all the assets and liabilities of the Firm as on the date of transfer of Business.
2. To carry on the business as manufacturer, seller, importer, exporter and trade in all kind of high quality and non- allergic male latex contraceptives & condoms.
3. To deal in and carry on the business as manufacturer, seller, importer, exporter and trade in all kind of pharmaceuticals formulation and bulk medicines and chemicals and trading in similar products including all types of medicines and biochemical.
4. To take over the running business of any person, firm, company which is in line and suitable for the main business of the company.

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

1. To buy all kinds of plant, equipment, machinery, apparatus, tools, utensils, commodities, substances, articles and things necessary or useful for carrying on the objects of the Company.
2. To enter into agreement with any company or persons for obtaining by grant of licence or on such other terms of all types, formulae and such other rights and benefits, technical information, know-how and expert guidance and equipment and machinery and things mentioned herein above and to arrange facilities for training of technical personnel by them.
3. To apply the assets of the Company in any way or towards the establishment, maintenance or extension of any association, institution or fund in any way connected with any particular trade or business or with trade or commerce and particularly with the trade, including any association, institution or fund for the interests of masters, owners and employers against loss by bad debt, strike, combustion, fire, accident or otherwise or for the benefit of any employee workman or others at any time employed by the company or any of its predecessors in business or their families or dependents and whether or not in common with such other persons or classes of persons and in particular of friendly, cooperative and such Other societies, reading rooms, libraries, educational and charitable institutions, dining and recreation rooms, churches, chapels, schools, and hospitals and to grant gratuities, pensions



and allowances and to contribute to any funds raised by public or local subscription for any purpose.

4. To establish, provide, maintain and conduct or otherwise, subsidies research laboratories and experimental workshops for scientific and technical research and experiments and to undertake and carry on with all scientific and technical research, experiments and tests of all kind and to promote studies and research both scientific and technical investigation and to promote studies and research both scientific and technical investigation and invention by providing, subsidizing, endowing or assisting laboratories, workshops, libraries, lectures, meeting and conferences and by providing the remuneration to scientific and technical professors and teachers and to award, scholarship, prizes, grant and bursaries to students and to encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist the main business of the Company.
5. To enter into any arrangement with any Government or Authorities Municipal, local or otherwise or any person or company in India or abroad, that may seem conducive to the objects of the company or any of them and to obtain from any such Government, Authority persons or company any rights, privileges, charters, contracts, licenses and concessions including in particular rights in respect of waterways, roads and highways, which the Company may carry out, exercise and comply therewith.
6. To acquire by concession, grant, purchase, license or otherwise either absolutely or conditionally and either alone or jointly with others land, building, machinery, plants, utensils, works, conveniences and such other movable and immovable properties of any description and any patents, trademarks, concessions privileges, brevets invention, licenses, protections and concessions, conferring any exclusive or limited rights to any inventions, information which may seem necessary for any of the objects of the company and to construct, maintain and alter any building or work, necessary or convenient for the business of the Company and to pay for such land, buildings, works, property or right or any such other property and right purchased or acquired by or for the Company by shares, debenture, debenture stock, bonds or such other securities of the Company or otherwise and manage, develop or otherwise dispose of in such manner and for such consideration as may be deemed proper or expedient to attain the main objects of the Company.
7. Subject to section 391 to 394A of the Act, to amalgamate with any other Company having objects altogether or in part similar to those of this Company.
8. To apply for and obtain any order of Central/State or such other authority for enabling the Company to carry on any of its objects into effect or for effecting any modifications of the objects company's constitution or any other such purpose, which may seem expedient and to make representations against any proceedings or applications which may seem calculated directly or indirectly to prejudice the company's interests.
9. To enter into partnership or into any arrangement for sharing profits, union or interest, cooperation, joint-venture, reciprocal concessions or otherwise with any person, or company carrying on or engaged in any business or transaction which this company is authorized to carry on.
10. To purchase or otherwise acquire and undertake the whole or any part of the business, property, rights and liabilities of any company, firms or person carrying on business which this Company is authorized to carry on or is possessed of rights suitable for the main objects of this Company.



11. To do all or any of the above things as principals, agents, contractors, trustees or otherwise and by or through trustees, agents or otherwise and either alone or in conjunction with others and to do all such other things as are incidental or as may be conducive to the attainment of the main objects or any of them.
12. To promote, form and register, aid in the promotion, formation and registration of any company or companies, subsidiary or otherwise for the purpose of acquiring all of any of the properties, rights and liabilities of this Company and to transfer to any such company any property of this company and to be interested in or take or otherwise acquire, hold, sell or otherwise dispose of shares, stock, debentures and such other securities of all types in or of any such company, subsidiary or otherwise for all or any of the objects mentioned in this Memorandum of Association and to assist any such company and to undertake the management and secretarial or such other work, duties and business on such terms as may be arranged.
13. To acquire and takeover all, or any part of the business property and liabilities of any person, firm or company carrying on or proposing to carry on any business which this company is authorized to carry on or possess property, suitable for the main business of the Company.
14. To open accounts with any bank or financial institution and to draw make accept, endorse discount, execute and issue promissory notes, bills of exchange, hundies, bills of lading, warrants, debentures and such other negotiable or transferable instruments of all types and to buy the same.
15. Subject to Sections 179, 180, 185 and 186 of the companies Act, 2013 and the Rules made therein and the directions issued by Reserve Bank of India to borrow, raise or secure the payment of money or to receive money as loan, at interest for any of the objects of the Company and at such time or times as may be expedient, by promissory notes, bills of exchange, hundies, bills of lading, warrants or such other negotiable instruments of all types or by taking credit in or opening current accounts or over-draft accounts with any person, firm, bank or company and whether with or without any security or by such other means, as may deem expedient and in particular by the issue of debentures or debenture stock, perpetual or otherwise and insecurity for any such money so borrowed, raised or received and of any such debentures or debenture stock so issued, to mortgage, pledge or charge the whole or any part of the property and assets of the company both present and future, including its uncalled capital, by special assignment or otherwise or the transfer or convey the same absolutely or in trust and to give the lenders power of sale and other powers as may seem expedient and to purchase, redeem or pay off such securities provided that the Company shall not carry on the business of banking within the meaning of the Banking Regulation Act. 1949.
16. Subject to the provisions of section 67 and 68 of the Companies Act. 2013, to invest other than investment in company's own shares and deal with moneys of the Company not immediately required in such shares or upon securities or investment and in company's own shares and deal with moneys of the Company not immediately required in such shares or upon securities or investment and in such manner as may from time to time, be determined.
17. To advance money not immediately required by the Company or give credit to such persons, firms or companies and on such terms with or without securities as may seem expedient and in particular to customers of and such others having dealing with the Company and to give guarantees or securities of any such persons, firms, companies as may appear proper or reasonable provided that the Company shall not carry on the business of banking, within the meaning of Banking Regulation Act, 1949.



18. To improve alter, manage, develop, exchange, mortgage, enfranchise and dispose of, any part of the land, properties assets and rights and the resources and undertakings bills of the Company, in such manner and on such terms as the company may determine.
 19. To remunerate any person or company, for services rendered or to be rendered in or about the formation or promotion of the Company or the conduct of its business.
 20. To create any depreciation fund, reserve fund, sinking fund, provident fund, superannuation fund or any special or other such fund, whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company or for redemption of debentures or redeemable preference shares, workers welfare or for any other such purpose conducive to the interest of Company.
 21. To provide for the welfare of employees or ex-employees (including Directors and other officers) of the Company and the wives and families or the dependents or connections of such persons, by building or contributing to the building of houses, or dwelling or chawls or by grants of money, pensions, allowances, bonus or other such payment or be creating and from time to time, subscribing or contributing to provident fund and other associations, institutions, funds or trusts, and/ or by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and such other attendances and assistance as the Company shall determine.
 22. To undertake and execute any trusts, the undertaking of which may seem desirable, either gratuitously or otherwise, for the attainment of the main objects of the Company.
 23. To procure the incorporation, registration or such other recognition of the Company in the Country, State or place outside India and so establish and maintain local registers and branch places of the main business in any part of the world.
 24. To adopt such means of making known the business of the Company as may seem expedient and in particular by advertising in the press by circular, by purchase and exhibition of works of art or interest, by publication of books and periodicals and by granting prizes, rewards and holding exhibitions.
 25. Subject to the provisions of the Gift Tax Act, 1958 and the statutory amendments thereof, the company has power to make and receive gifts either in cash or other movable or immovable properties.
 26. To aid peculiarly or otherwise, any association, body or movement having for any object the solution or settlement of industrial or labour problems or troubles or the promotion of industry of trade.
 27. To send out to foreign countries, its directors, employees or any other persons 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 this connection.
 28. To do all such other things as may be deemed incidental or conducive to the attainment of the main objects.
4. The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.



5. The Authorised Share Capital of the Company is Rs.20,00,00,000/- (Rupees Twenty Crore Only) divided into 2,00,00,000/- (Two Crore) Equity shares of Rs. 10/- (Rupees Ten Only).

(Members via passing resolution in the Extra-Ordinary General Meeting of the Company held on August 17th, 2024, has increased the Authorized Share Capital from 18,00,00,000 (Eighteen Crore) to 20,00,00,000/- (Rupees Twenty Crore Only) 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	SONIA GHOSH R/o: C-6, SECTOR-27, NOIDA GAUTAM BUDHHA NAGAR Uttar Pradesh 201301 NA India Occupation :Business	02717906	1 Equity,0 Preference	Sonia Ghosh <small>Digitally signed by Sonia Ghosh Date: 2024.03.11 15:05:17 +05'30'</small>	11/03/2024
2	RESHANT GHOSH R/o: C-6, Sector- 27 Gautam Buddha Nagar Noida Uttar Pradesh 201301 NA India Occupation :Business	08632812	1 Equity,0 Preference	Reshan t Ghosh <small>Digitally signed by Reshan t Ghosh Date: 2024.03.11 15:05:17 +05'30'</small>	11/03/2024
3	ANUPAM GHOSH R/o: C-6, NEAR D M RESIDENCE, SECTOR-27 GAUTAM BUDHHA NAGAR Uttar Pradesh 201301 NA India Occupation :Business	02675517	99994 Equity,0 Preferenc	ANUPAM GHOSH <small>Digitally signed by ANUPAM GHOSH Date: 2024.03.11 15:05:17 +05'30'</small>	11/03/2024
4	AMARTYA GHOSH R/o: 7, RAJ BHAWAN COLONY LUCKNOW G.P LUCKHNOW Uttar Pradesh 226001 NA India Occupation :Business	08632921	1 Equity,0 Preference	AMARTYA GHOSH <small>Digitally signed by AMARTYA GHOSH Date: 2024.03.11 15:05:17 +05'30'</small>	11/03/2024
5	MADHVI SHARMA R/o: H-78 JALVAYU VIHAR SECTOR-25 Noida Uttar Pradesh 201301 Noida Gautam Buddha Nagar India	BALP53503C	1 Equity,0 Preference	MADHVI SHARMA <small>Digitally signed by MADHVI SHARMA Date: 2024.03.11 15:05:17 +05'30'</small>	11/03/2024
6	ANISHA GHOSH R/o: C-6 SECTOR-27 Noida Uttar Pradesh 201301 Noida Gautam Buddha Nagar Occupation :HOME MAKER	JJBPS1746E	1 Equity,0 Preference	Anisha Ghosh <small>Digitally signed by Anisha Ghosh Date: 2024.03.11 15:05:17 +05'30'</small>	11/03/2024
7	SUDHA SHARMA R/o: DALMIA CHINI MIL KUIYAN NIGOHI ARELA Tilhar Uttar Pradesh 242407 Nigohi Shahjahanpur India Occupation :HOME MAKER	DLIPS1288G	1 Equity,0 Preference	SUDHA SHARMA <small>Digitally signed by SUDHA SHARMA Date: 2024.03.11 15:05:17 +05'30'</small>	11/03/2024
Total shares taken			100000 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
ACS	KAVITA GUPTA	49 EK JOT APRTMENT PITAMPURA DELHI-110034 PRACTISING COMPANY SECRETARY	52698	Kavita Gupta <small>Digitally signed by Kavita Gupta Date: 2024.03.11 11:20:27 +05'30'</small>	11/03/2024

