

THE COMPANIES ACT, 2013

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION OF

**KRSNAA DIAGNOSTICS LIMITED**

- I. The name of the Company is **KRSNAA DIAGNOSTICS LIMITED**
- II. The Registered Office of the company will be situated in the State of Maharashtra i.e. within the jurisdiction of the Registrar of Companies, Pune.
- III. The objects for which the Company is established are:
  - (A) THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:
    1. To carry on in India or abroad the business of designing, constructing, running, collaborating, with all kinds of hospitals, dispensaries, health clubs, clinics, laboratories, Multispeciality hospitals offering comprehensive range of medical services and consultancies, diagnostics centres, nursing homes, geriatric clinics and centres, various schemes under medical insurance and to act as manufacturers, producers, traders, buyers, sellers, importers, exporters, retailers and dealers of all types of pharma products, drugs, medicines, enzymes, mixtures, vitamins, hormones, herbals, and their by products, intermediates, derivatives formulations and compounds, antibiotics, antimicrobials, and to provide biotechnology and bioinformatics consultancy services, education and training in the field of Biotechnology and to perform Research for Biotech and Pharmaceutical Industry and to deal in all types description, specification, strengths and application of pharmaceutical products of medicaments in all its branches such as allopathic, ayurvedic, homeopathic, herbal, bio-chemic used for treatment, cure and health care of human being and animals.
  - (B) OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS:
    2. To acquire and take over the whole or part of the business, property goodwill and liabilities of any person, firm or Company carrying on or about to carry on business which this Company is authorised to carry on or proposed of any property or rights suitable for the purpose of this Company.
    3. Upon any issue of shares, debentures or other securities of the Company, to employ any person, firm or company as brokers, commission agents and underwriters and to provide for the remuneration of such persons, firm or company for their services.
    4. To sell, improve, manage, develop, exchange, lease, mortgage, enfranchise, abandon, dispose of, turn to account or deal with the property and rights of the Company.
    5. To search for and to purchase or acquire from any Government, State or Authority any licenses, concessions, grants, decrees, rights, powers and privileges which may seem to the Company capable of being turned to account and to work, develop, carry out, exercise and turn to account the same.
    6. To sell and mortgage and deal with or dispose of the property, assets or undertakings of the Company or any part of, for such consideration as the company may think fit and in particular



for shares, stocks, debentures and other securities of any other Company whether or not having objects altogether or in part similar to those of the company.

7. To purchase or acquire, protect, prolong and renew any patents, copyrights, brevets licenses, protections and concessions, which may appear likely to be advantageous or useful to the Company and to use and turn to account the same and to grant licenses or privileges in respect of the same.
8. To borrow money or receive money on deposits from member, Directors or their relatives either without security or secured by debenture stock (perpetual or terminable), mortgage or other security charged on the undertaking or on all or any of the assets of the Company including uncalled capital.
9. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, letters of credit, circular notes, warrants, debentures, and other negotiable / transferable instruments.
10. To advance money to such persons and on such terms as may seem expedient with or without security and in particular to customers and others having dealings with the Company and to give any guarantee or indemnity as may seem expedient.
11. To pay all costs charges and expenses for the promotion and establishment of the Company.
12. To erect buildings, plant and machinery, tools, goods or things for the purpose of the business of the Company.
13. To purchase, take on lease or in exchange, hire or acquire any real and personal property and rights or privileges which the Company may think necessary or convenient for the purposes of its business and in particular any land, buildings, easements, machinery, plant and stock-in-trade.
14. To take or acquire or hold shares in any other company, having objects altogether or in parts similar to those of this Company or carrying on any business capable of being conducted so as directly or indirectly to benefit this company.
15. With permission of Appropriate authority to act as trustees for the holders of or otherwise in relation to any debentures, bonds or debentures stock issued or to be issued by any company and generally to undertake and execute any trusts, the undertaking whereof may seem calculated directly or indirectly to benefit the company.
16. To establish agents in India and elsewhere for sales and purchases and to regulate and discontinue the same.
17. To adopt such means of making known the business of the Company. Within and outside India, as may seem expedient and in particular by advertising in the press, public places and theatres, by radio, by television, by circulars, by purchase and exhibition of works of art or interest, by publication of books, pamphlets, bulletins or periodicals by organising or participating in exhibitions and by granting prizes, rewards, donations and Commissions.
18. To aid, pecuniary an association, body or movement, having for an object, the solution, settlement surmounting of industrial or labour problems or troubles or of the promotion of industry or trade.



19. To provide for the welfare of employees or ex-employees of the company and the wives, widows, families or dependents of such persons by building or contributing to the buildings of houses, dwelling or chawls or by grants of money, pension, allowances, Gratuities, bonus or other payments or by creating and from time to time subscribing or contributing to provident and other funds, institutions and trusts and by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and other attendance and assistance as the Company shall think fit.
20. To subscribe or contribute or to assist or to guarantee money to charitable, benevolent, religious, scientific, national, public, or any other useful institutions, objects or purpose or for any exhibition.
21. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefit of, and give or procure the giving of donations, gratuities, pensions, allowances or emoluments to any persons who are or were at any given time in the employment or service of the Company, or who are or were at any time Directors of officers of the Company, and the wives, widows, families and dependents of any such persons, and also establish and subsidise and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interest and well-being of the Company, and make payments to or towards the insurance of any such person as aforesaid.
22. To enter into any partnership or into any arrangement for sharing profits, union of interest, co-operation, joint venture, reciprocal concession, or with any person, firm or company carrying on or engaged in or about to carry on or to engage in any business or transaction which the company is authorised to carry on or engage in business or transaction capable of being conducted so as directly or indirectly to benefit this Company, and to act as the agents of any such person, firm or Company, and to, guarantee the contracts of, or assist any such person, firm or company, and to take or assist any such person, firm or company, and to take or acquire and hold share and securities of any such company and to sell, hold, re-issue with or without guarantee or deal with the same.
23. To distribute any of the properties of the Company amongst the members in specie or kind.
24. To promote any company or companies for the purpose of acquiring all or any of the property, rights and liabilities of this company.
25. To undertake, carry out, promote and sponsor or assist any activity for the promotion and growth of national economy and for discharging what the directors may consider to be social and moral responsibilities of the Company to the public or any section of the public as also any activity which the Director consider likely to promote, national welfare or social, economic or moral uplift of the public or any section of the public and in such manner and by such means as the Directors may think fit and the Directors may without prejudice to the generality of the foregoing, undertake, carry out, promote and sponsor any activity for publication of any books, literature, newspaper, etc, or for giving merit awards, for giving scholarship, loans, or any other assistance to deserving students or other scholars or person to enable them to prosecute their studies or academic pursuits or researches and for establishing, conducting or assisting any institution, fund, trust, etc, having one of the aforesaid objects as one of its objects, by giving donations or in any other manner and the Directors may at their discretion in order to implement any of the above mentioned objects or purposes transfer without consideration or at such fair or concessional value as the Directors may think fit and divest the ownership of any property of the company to or in favour of any public or local body or authority or Central or State Government or any public institutions or trust or funds or Organisation(s) or persons(s) as the Directors may approve.



26. To take on lease, industrial and other similar undertakings from Government, semi-government corporations, companies, and persons, whether public or private for furtherance of the business activities of the company.
27. To purchase, take on lease or in exchange or acquire any lands or buildings and any estate or interest in and any rights connected with any such lands and buildings and to develop and turn to account any land acquired by the company or in which the Company is interested.
28. Subject to the provisions of the Companies Act, 2013 and directives from time to time for Reserve Bank of India, to receive, raise or borrow money from time to time for the purposes of the Company or deposits, loans, bonds, debentures or promissory notes or by taking credit in or opening current accounts with any individual or firm or with any Bank or Banks and whether with or without giving any security, goods or other articles or by mortgaging, pledging, charging, hypothecating any lands, buildings and machinery goods, assets or revenue of the company present or future including its uncalled capital or by the issue of debentures, debenture-stock, perpetual including debenture or debenture-stock, convertible into shares of this or any other Company partly or wholly or to convey the same absolutely or in trust and give lenders powers of sale and other powers as may be expedient and to purchase redeem or pay of such securities.
29. To invest surplus moneys of the Company not immediately required in immoveable properties, shares, stock, bonds, debentures, obligations or other securities or in current or deposit account/s with Banks.
30. Subjects to the provisions of the Act, to distribute among the members, in specie, any property of the Company or any proceeds of sale or disposal of any property of the Company in the event of winding up of the Company.
31. To open accounts with any bank or banks and to deposit money therein and to draw and endorse cheques on and to withdraw moneys from such accounts and generally operate upon same (whether overdraft or not) as may be required for pursuance of any of the objects or purposes of the Company.
32. To acquire for purchase or on lease or assignment or under any other arrangement or understandings upon payment of consideration by way of outright payment or by rent, royalty forever or for certain period the Trade name, Trade mark, Goodwill or any other rights of and from any other concern or concerns in carrying on the business or dealing in the products, goods and commodities for which Company is authorised.
33. To indemnify directors, agents and servants of the Company against proceedings, costs, damages in respect of anything done or ordered to be done by them for and in the interest of the Company or any loss damage or misfortunes, whatever which shall happen in execution of the duties of their office or in relation thereof.
34. To acquire and take over as a going concern by purchase of or lease or hire, hire purchase and to pay for the same by shares, debentures, debenture-stock, bonds, cash and to undertake to carry on the whole or any part of the business together with the goodwill. Trade name, trade mark, property rights and liabilities of any person or persons, firms or any company carrying on any business or any part thereof within the objects of the Company or which the Company is authorised to carry on.
35. To apply for tender, purchase or otherwise acquire any contracts, sub-contracts, licenses and concessions for or in relation to the objects or business herein mentioned or any of them and to undertake, execute, carry out, dispose off or turn to account the same.



36. To dedicate, present or dispose of either voluntarily or for value any property of the Company deemed to be of national, public or local interest to any national trust, public body, museums, Corporations or authority or any trustees for or on behalf of any of the same or on behalf of the public.
37. To create any reserve fund, sinking fund, insurances fund or any other special fund whether depreciation or the repairing, improving, extending or maintaining any of the property of the Company or for purpose conducive to the interest of the Company.
38. To sublet contracts from time to time and upon such terms and conditions as may be thought expedient.

(C). OTHER OBJECTS NOT INCLUDED IN A & BABOVE

39. To purchase, take on lease or in exchange or otherwise acquire any lands with or without buildings or structures and any estate or interest and any rights connected with any such lands or buildings and structures and to develop, turn to account, lease, transfer in whole or in part or dispose off in any manner the same as may seem expedient and in particular by laying out and preparing the same for building purpose and/or with a view to form a colony or society with or without sanitary water, roads and lights and conveniences for residential, commercial and/or public utilities and by constructing, reconstructing, altering, pulling down, decorating, maintaining, furnishing, filling up and improving buildings, offices, flats, houses, mills, roads, drains, walls and by planting, paving, drawing, cultivating and letting the same on lease building agreement and by advancing money and entering into contracts and arrangements with buildings, tenants and others. To carry on the business of tourist and travel agents, cartage and haulage contractors, forwarding, transport agents and contractors, goods and articles carriers, to arrange and operate tourists and travellers of freight and passage brokers and representatives of airlines, steamship lines, railway and other carriers whether in India or abroad.
40. To acquire by purchase or otherwise erect, build, construct, alter, maintain, enlarge and to work, manage any buildings, offices, factories, shops, warehouses, depots, showrooms, refreshment rooms and other works and conveniences and to construct or contribute to the conveniences and to construct or contribute to the construction of houses, dwellings or quarters for the employees of the Company and to join with any other person or Company which may seem necessary and convenient for the purpose of the business of the Company.
41. To manufacture, import, export, design, assemble, deal, buy, sell, hire, maintain and install all sorts of medical, surgical instruments and parts thereof and to run Hospitals, Clinics, Nursing Homes, Medical Centres, Pathological Laboratories, Research Centre, Sonography Centres, X-Ray Centres, Scanning Centre and Manufacturers, Importers, Exporters, Traders of Ayurvedic, Homeopathic, Alopathic and Pharmaceutical products.
42. To manufacture, produce, refine, purchase, process, mix, sell, prepare, import, export and otherwise to deal in all types of chemicals, fine chemicals, dyes, dye intermediates, biological preparations, acids, alcohols, methylated and rectified spirits, dry or other colours, pigments, dyes, paints, synthetic paints and thinners, varnishers, chemical elements and compounds, laboratory scientific chemicals, organic, inorganic, pharmaceuticals, chemicals, formulations, derivatives of chemicals.
43. To carry on the business as to manufacture, plants, cultivates, grow, produce, process, package, import, export, buy, sell, distribute and deal or trading in all types of foods and agro-base products, agro commodities, foodstuff products, milk and dairy products, secondary agro products or commodities all types of fruits, vegetables, horticulture and agriculture products,



crops, seeds, strawberry, sugar cane, sugar beets, grapes, raisins, flowers, garden seeds, food crops, food grains, commercial crops, all kind of edible oils, oil cakes, oil fruits, butter, cream, cheese, confectionery, Jams, Jellies, Pickles, Dairy Milk Products, Spices, Sweet Meats, Papads, Tomato Ketchup, Sauces, Colours, Flavors, essence, canning and bottling fruit juice and to act as a consultants in the said areas and to set up agro research centre and to acquire agricultural properties and land for the attainment of the said object.

IV. The Liability of the members is limited

V. \$\$\$ The Authorised Share Capital of the Company INR 147,15,76,922/- (Rupees One Hundred Forty-Seven Crore Fifteen Lakh Seventy-Six Thousand Nine Hundred Twenty-Two only) divided into –

- a) 29,43,15,384 (Twenty-Nine Crore Forty-three Lakh Fifteen Thousand Three Hundred Eighty-Four) Equity Shares of face value of INR 5/- (Rupees Five Only) and;
- b) Unclassified Share Capital INR 2/- (Rupees Two Only).

The Company has the power from time to time to increase or reduce its capital and to divide the share in the capital for the time being into other classes and to attach thereto respectively such preferential, deferred, qualified or other special rights, privileges, conditions or restrictions subject to and in accordance with the Articles of Association of the Company”

\*\* Increased from Rs. 1 Lac to Rs. 1 Crore by passing Ordinary Resolution in the Extra-Ordinary General Meeting held on 20<sup>th</sup> June 2011.

\*\*\* Increased from Rs. 1 Crore to Rs. 4 Crores by passing Ordinary Resolution in the Extra-Ordinary General Meeting held on 12<sup>th</sup> February 2013.

\*\*\*\* Increased from Rs. 4 Crore to Rs. 5 Crore 20 Lacs by passing Ordinary Resolution in the Extra-Ordinary General Meeting held on 26 March 2015.

\*\*\*\*\* Increased from Rs. 5,20,00,000 (Rupees Five Crore Twenty Lacs Only) to 55,16,15,422 (Rupees Fifty-Five Crore Sixteen Lacs Fifteen thousand Four Hundred and Twenty-Two Only) by passing Ordinary Resolution in the Extra-Ordinary General Meeting held on 22 May 2015.

\*\*\*\*\* Increased from Rs. 55,16,15,422 (Rupees Fifty-Five Crore Sixteen Lacs Fifteen Thousand Four Hundred and Twenty-Two Only) to Rs. 70,18,55,422/- (Rupees Seventy Crore Eighteen Lakhs Fifty-Five Thousand Four Hundred and Twenty-Two Only) by passing Ordinary Resolution in the Extra-Ordinary General Meeting held on 5<sup>th</sup> January, 2017.

\*\*\*\*\* Increased from from Rs.70,18,55,422/- (Indian Rupees Seventy Crore Eighteen Lakhs Fifty-Five thousand Four Hundred and Twenty Two Only) to Rs. 146,15,76,922/- (Indian Rupees One Hundred Forty-Six Crore Fifteen Lakh Seventy-Six Thousand Nine Hundred Twenty-Two only) by passing Ordinary Resolution in the Extra-Ordinary General Meeting held on 22nd January, 2019.

\*\*\*\*\* Increased from Rs. 146,15,76,922/- (Indian Rupees One Hundred Forty-Six Crore Fifteen Lakh Seventy-Six Thousand Nine Hundred Twenty-Two only) to Rs. 147,15,76,922/- (Indian Rupees One Hundred Forty-Seven Crore Fifteen Lakh Seventy-Six Thousand Nine Hundred Twenty-Two only) by passing Ordinary Resolution in the Extra-ordinary General Meeting held on 2<sup>nd</sup> February, 2021.

§ Increased from 62,00,000 (Sixty-Two Lakhs only) Equity Shares of face value Rs. 10/- (Rupees Ten Only) each to 2,12,24,000 (Two Crore Twelve Lakhs Twenty-Four Thousand) Equity Shares of face value Rs. 10/- (Rupees Ten Only) each by way of reclassification of 6,00,960 0.0001% (zero point zero zero zero one percent) Compulsory Convertible Cumulative Participating Preference Shares – Series B (CCPS – Series B) of Rs. 250 each in to 1,50,24,000 (One Crore Fifty Lakhs Twenty-four Thousand) Equity of Rs. 10 each.

§§ The Authorised Equity Share capital divided into 2,12,24,000 of face value Rs. 10/- (Rupees Ten Only) each sub-divided into

4,24,48,000 (Four Crore Twenty-Four Lakhs Forty-Eight Thousand) Equity Shares of face value Rs. 5/- (Rupees Five Only) each by passing of Ordinary Resolution in the EGM held on 25th April, 2021.

§§§ The Authorised Share Capital of the Company is Rupees 147,15,76,922 /- (Rupees One Hundred Forty-Seven Crore Fifteen Lakh Seventy-Six Thousand Nine Hundred Twenty-Two only) divided into - 29,43,15,384 (Twenty-Nine Crore Forty-three Lakh Fifteen Thousand Three Hundred Eighty-Four) Equity Shares of face value of INR 5/- (Rupees Five Only) and; - Unclassified Share Capital INR 2/- (Rupees Two Only) by passing Special Resolution in the Annual General Meeting held on 27<sup>th</sup> September, 2022.



VI. We, the several persons whose names and addresses are subscribed below are desirous of being formed into a Company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the capital of the Company set opposite to our respective names.

Names, addresses, description and occupation of the subscribers	Signature	No. of equity shares taken by each subscriber	Name, address, description and occupation of the Witness
<p>3. Rajendra Mutha</p> <p>S/o: Khivraj Mutha</p> <p>R/a: A 2, 19+20, Shantibhan Society, Chinchwad, Pune- 411033</p> <p>Occ: Business</p>	Sd/-	5000 Equity Shares (Five Thousand Equity Shares only)	<p>"WITNESS TO BOTH"</p> <p>Sd/-</p> <p>Parag Dasarwar</p> <p>S/o: Sharadrao Dasarwar</p> <p>R/a: Tal- Rajura, Dist- Chandrapur- 442905</p> <p>Occ: Practicing Company Secretary</p>
<p>4. Sunita Mutha</p> <p>W/o: Rajendra Mutha</p> <p>R/a: A 2, 19+20, Shantibhan Society, Chinchwad, Pune- 411033</p> <p>Occ: Business</p>	Sd/-	5000 Equity Shares (Five Thousand Equity Shares only)	
Total		10000 Equity Shares (Ten Thousand Equity Shares only)	

Date: 15.12.2010  
Place: Nagpur

