

UNDER THE COMPANIES ACT, 2013
COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

BALAXI PHARMACEUTICALS LIMITED

(Incorporated under the
The Travancore Companies Act IX of 1114)

- I. The Name of the Company is "**Balaxi Pharmaceuticals Limited**"**#
- II. The Registered Office of the Company will be situated in the State of Telangana***
- III. The Objects for which the Company is established are the following:

(A) The Main objects to be pursued by the Company on its incorporation are:***

1. To carry on the business of an investment company and to invest the capital and other money of the company in the purchase or upon the security of and to buy, sell, or otherwise deal in shares, stocks, units, debentures, debenture stock, bonds, mortgages, obligations and securities of any kind issued or guaranteed by any company, corporation or undertaking of whatever nature whether incorporated or otherwise and to invest capital and other money of the company in its subsidiary, associated, related companies in India or abroad.
2. To carry on the business of manufacturing, buying, selling, reselling, importing, exporting, transporting, storing, developing, promoting, marketing, supplying, trading, dealing in any manner whatsoever in all type of goods on retail as well as on wholesale basis in India and/or in abroad of all kinds of goods including semi-finished, raw material items, articles, merchandise, products such as and related to pharmaceuticals, basic drugs, drug intermediates, any chemicals, heavy or fine, organic, agro-chemicals, aromatic chemicals, dyes and dyes intermediates, medicinal, herbal, bacteriological, biological, chemicals, dermocosmetic,

***The name of the Company is changed from 'Anandam Rubber Company Limited' to 'Balaxi Ventures Limited' vide Special Resolution passed on August 08, 2017 through Postal Ballot.*

#The name of the company is proposed to be changed from Balaxi Ventures Limited to Balaxi Pharmaceuticals Limited vide Special Resolution to be passed on September 15, 2020.

****The Registered Office Clause and Main Object Clauses are changed vide Special Resolution passed on August 08, 2017 through Postal Ballot.*

cosmetics and all allied pharmaceuticals products and devices thereof, including all types of surgical, medical, dental and scientific equipment, instruments and accessories, and diagnostic kits and Re-agents diagnostic equipments, healthcare aids and accessories, healthcare products and instruments, agricultural, industrial, marine, stones, pieces or arts, antiques and machinery equipments, engineering goods, building materials including Builders hardware, tools and allied products, plastics, leather goods and animal products, sports goods, fish and fish products, foods, foodstuffs and beverages, canned provision including processed, semi-processed, packed, energy drinks, handicrafts, textiles, natural fibre products, garments, gem and jewellery, stainless steel products, mineral raw materials, apparel, capital goods, intellectual property rights and any other items capable of purchasing, selling, importing, exporting, and trading.

3. To act as broker, trader, agent, shipper, commission agent, distributor, representative, franchiser, consultant, collaborator, stockist, liaisoner, job worker, import and export house of goods, builders hardware, tools and allied products, merchandise and services of all grades, specifications, descriptions, applications, modalities, fashions, including by-products, spares or accessories thereof, including products such as and related to pharmaceuticals, hardware on retail as well as on wholesale basis and/or to be appointed as agents and/or distributors on commission, allowance, retainer ship, incentives basis and to perform all the functions and undertake all activities connected therewith including obtaining and dealing in licence, quotas, certificates and other rights and to act as an Import and Export house in India and/or in abroad.
4. To purchase, sell, construct, built and otherwise to carry on the business such as builders, contractors, engineers, real estate agents, developers and to purchase any land, plots of land or immovable/movable property or any right or interest therein either singly or jointly or in Partnership with any persons or body corporate or partnership firm and to run, develop and construct thereon family entertainment centres, malls, amusement parks, shopping centres, residential, industrial, commercial, or farm lands, warehouses, plots, buildings, houses, apartments, flats or areas to divide the same into suitable plots, and to rent, maintain, run business or sell the plots for building/constructing residential houses, bungalows, business premises, commercial space, industrial area, colonies and rent, lease or sell the same and realize cost in lump sum or easy instalments or by hire purchase system and otherwise either singly or jointly or in partnership as aforesaid, comprising offices for sale or self use or for earning rental income thereon by letting out individual units or in whole comprised in such building(s) in India and/or in abroad.

(B)Matters which are necessary for furtherance of the objects specified in clause III (A) are:-#

1. To enter into any arrangement for sharing profits, union of interest, co-operations, joint venture, reciprocal concession or otherwise with any person, firm or company carrying on or engaged in, or about to carry on or engage in any business of or transaction which this company is authorised to carry on or engage in or any business or undertaking or transaction which may seem capable of being carried on or conducted so as directly or indirectly to benefit the company and to lend money, to guarantee the contracts or otherwise, assist, any person, firm or company and to takeover or otherwise acquire and holds shares or securities of any such person, firm or company and to sell, hold, reissue with or without guarantee or otherwise deal with the same
2. To acquire, promote, setup subsidiary companies, firms, bodies corporate, joint ventures, public-private partnership entities, to amalgamate, absorb, merge or enter into any partnership or in other forms with any other company or companies, persons, association etc in India or abroad in connection with main objects.
3. To nominate Directors or Managers for any subsidiary/associate/related company or of any other company in which this company is or may interested.
4. To take part in the management, supervision and control of the business or operations of any company having similar objects or undertaking and for that purpose to appoint and remunerate any Directors, Employees or other experts or agents.
5. To enter into agreement and contracts with any individuals, firms, companies, governments, semi-governments, authorities or other body for technical, financial or any other assistance for carrying out all or any of the objects of the Company
6. To establish and maintain any agencies in India or any part of the world for the conduct of the business of the Company or for the sale of any materials or things for the time being at the disposal of the Company for sale/purchase.
7. To carry on research and development of healthcare including diagnostic systems and to develop and maintain testing house and laboratory for own use and for others etc in India and/or in abroad in connection with main object.

Other Object Clauses are changed vide Special Resolution passed on August 08, 2017 through Postal Ballot.

8. To make, accept donations, gifts, with or without such conditions, restrictions, obligations, stipulations and liabilities as are not derogative to the provisions of law.
9. To advertise and about means of making known or promoting the use of all or any of the manufacturers products or goods of the company or any articles, or goods traded or dealt in by the Company any way as may be expedient including the posting of bills in relation thereto, and the issue of circulars, books, pamphlets and price lists and the conducting of competitions, exhibitions and giving of prizes, rewards and donations.
10. To apply for purchase, sale or otherwise acquire and protect, prolong and renew trademarks, trade names, designs, secret processes, patent rights, know-how information, intellectual property rights, protections and concessions, or any other rights of whatever kind either outright or lease or on any other basis which may appears likely to be advantageous or useful to the company and to spend money in experimenting and testing and improving or seeking to improve any patents, inventions or rights which the company may acquire or propose to acquire or develop.
11. To enter into any arrangement with Government or State, Authority, Municipal, Local or otherwise that may seem conducive to the Company's objects or any of them and to obtain from any such Government or State or Authority, any rights, privileges and concessions which may seem conducive to the Company's objects or any of them.
12. To improve, manage, develop, grant rights or privileges in respect of or otherwise deal with all or any part of the property and rights of the company.
13. To undertake and carry on any business, transaction or operation commonly undertaken or carried on by promoters of companies, concessionaires, contractors for public and other works or merchants.
14. To buy, sell, import and export and otherwise deal in all kinds of containers, packing materials necessary for the purpose of carrying on business of the company including apparatus, bottles, caps, stoppers, boxer and cesses of wholly of card, woods or otherwise.
15. To purchase or otherwise acquire and undertake the whole or any part of the business, property rights, and liabilities of any person, firm or company, carrying on any business, which this company is authorised to carry on or possessed of property or rights, suitable for any of the purposes of the Company, and to purchase, acquire, apply for, hold, sell shares, stock, debentures or debenture

stock of any such person, firm or company, and to conduct, make or carry into effect any arrangement in regard to the winding up of the business of any such person, firm or company.

16. To construct, acquire, establish, provide, maintain and administer, factories, estates, warehouses, entertainment centres, parks, shopping malls, amusement park, buildings, water reservoirs, sheds, pumping installations, generating installations, pipelines, garages, storage and accommodation of descriptions in connection with the business of the Company.
17. To apply, for tender purchase or otherwise acquire any contracts and concessions for or in relation to the constructions, erection, carrying out equipment, improvement, management, administration or control of works and conveniences and undertake, execute, carryout, dispose of or otherwise turn to account the same.
18. To buy, lease otherwise acquire lands, buildings, and other movable/immovable property, any rights, privileges, intellectual property rights and to sell, lease, mortgage or hypothecate or otherwise dispose of all or any of the property and assets of the company on such terms, and conditions as the company may think fit.
19. To acquire or undertake the whole or any part of the business, properties, and liabilities of any person or company carrying on any business, which the company authorized to carry on or possession of the property suitable for the purpose of the Company, or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to the benefit of the company.
20. To amalgamate, merge with any company or companies having objects altogether or in part similar to those of this Company.
21. To pay all costs, charges and expenses of and incidental to the promotion and formation, registration and establishment of the Company/Subsidiaries and issue of its capital including any underwriting or other commission, brokers fee and charges in connection therewith including costs, expenses of negotiations and contracts and arrangements made prior to and in anticipation of the formation and incorporation of the company/Subsidiaries in India or abroad.
22. To remunerate or make donations to (by cash or other assets, or by the allotment of fully or partly paid shares, or by a call or option on shares, debentures, debenture stock or securities of this or any other company, or in any other manner) whether out of the company's capital, profits or otherwise to any person

of firm or company for services rendered or to rendered in introducing any property or business to the Company or placing or assisting to place or guaranteeing the subscription or any shares, debentures or other securities of the company or for any other reasons which the company may think proper.

23. To undertake and execute any trusts, the undertaking whereof may seem desirable either gratuitously or otherwise.
24. Subject to the Banking Regulation Act, 1949, to draw, make issue, accept and to endorse, discount and negotiate promissory notes, hundies, bills of exchange, bills of lading, delivery orders, warrants, warehouse keepers, certificates and other negotiable or commercial mercantile instruments connected with the business of the company.
25. To open account or accounts with individuals firm or company or depositories or with any bank or banks and to pay into and to withdraw moneys or securities from such account or accounts.
26. To assume such social responsibilities and obligations as may from time to time be decided, depending upon the ideologies and social values prevalent at that time and to assist the government in achieving its various socio economic goals in any manner as may time to be decided.
27. Subject to the provisions of the companies Act, 2013, to invest, apply for acquiring or otherwise employ moneys belonging to, entrusted to or at the disposal of the Company upon securities, shares or without security upon such terms as may be thought proper, and from time to time to vary such transactions in such manner as the company may think fit.
28. To lend or deposit moneys belonging to or entrusted to or at the disposal of the Company to such person or company and in particular to customers and others having dealings with the Company with or without security, upon terms as may be thought proper and to guarantee the performance of contracts by such person or company.
29. To make, give advances upon for the purchase, sale of materials, goods, machinery, stores and other articles required for the purpose of the Company.
30. Subject to the provisions of the Companies Act, 2013, to borrow or raise money with or without security or to receive money on deposit at interest, or otherwise, in such manner as the company may think fit from anywhere and in particular by the issue of debentures or debentures stock perpetual or other debt, hybrid instruments otherwise, including debentures or debenture stock convertible into

shares of this or any other company and in security of any such money so borrowed, raised or received to mortgage, pledge or charge the whole or any part of the property, assets or revenue of the company present or future including its uncalled capital and to purchase, redeem or pay off any securities.

31. Subject to the provisions of the Companies Act, 2013, to sell, mortgage, assign or lease and in any other manner, deal with or dispose of the undertakings or property of the Company or any part thereof, whether movable or immovable for such consideration as the company may think fit, and in particular for shares, debentures and other securities of any other company having objects altogether or in part similar to those of the Company.
32. To improve, manage, work, develop, alter, exchange, lease, mortgage, turn to account, abandon or otherwise deal with all or any part of the property, rights and concessions of the Company.
33. To employ workers or employees and to provide for welfare of the employees or ex-employees of the Company and their wives, widows, families, or the dependents or connections of such person by building of houses, dwelling or by grants of money, pensions, gratuity, bonus, payment towards insurance or other payment, or by creating from time to time, subscribing and contributing towards place instruction or recreation, hospital and dispensaries, medical and other attendance and other assistance as the company shall think fit.
34. Subject to the provisions of the companies Act, 2013, and the constitution of India, to subscribe or contribute or otherwise to assist to guarantee money to charitable, benevolent, religious, scientific, national or other institutions or objects or for any exhibition or for any public general useful objects.
35. To distribute any of the property of the company amongst the members in species or kind upon the winding up of the company.
36. To distribute among members in piece any property of the company or any proceeds of sale or disposal of any property of the company, subject to the provisions of Companies Act, 2013.
37. To agree, or refer or arbitration all disputes present or future between the company and any other company, firm or individual and submit the same to arbitration or to an arbitration in India or abroad and either in accordance with India or any other Foreign System of law

38. To acquire and run any industrial concern, factory or mills, shopping mall, parks, amusement centres, company showrooms, warehouses, shops etc as the Company may deem fit to attain the main objects.
39. To carry on and undertake the business of investing its funds in equity and preference shares, stocks, bonds, debentures (convertible and non-convertible) of new projects and securities of all kinds and every description of any companies, to subscribe to capital issues of joint stock companies, ventures, industries, units, trading concerns whether old or new as the company may think fit and to assist them by granting financial accommodation by way of loans/advances to industrial concerns and to assist industrial enterprises in creation , expansion and modernization upon terms whatsoever.
40. To issue Shares, Hybrids, Derivatives, Options, Quasi-equity instruments, with differential rights, or to increase, consolidate, sub-divide, exchange, reduce and also to purchase any of its shares whether or not redeemable and to make payments out of its capital in respect of such purchase or otherwise alter its share capital as equity or non voting equity shares or preference shares and to attach to any classes of such shares preferences, rights, privileges or priorities in payment of dividends or distribution of assets or otherwise, over any other shares and to subject the same to any restriction, limitation or condition and to vary the regulation of the company, as for apportioning the right to participate in profits in any manner subject to the provision of the Act and consent of the appropriate authorities if required, being obtained before doing so.
41. To carry on and undertake the business of finance, investment and trading, hire purchase, leasing and to finance lease operations of all kinds, purchasing, selling, hiring or letting on hire of all kinds of buildings, warehouse, plant and machinery and equipment that the company may think fit and to assist in financing operations of all and every kind of description of hire purchase or deferred payment or similar transactions and to subsidize finance or assist in subsidising or financing the sale and maintenance of any goods, articles or commodities of all and every kind of description upon any terms whatsoever and to purchase or otherwise deal in all forms of immovable and movable property, including lands and buildings, plant and machinery, equipment, ships, aircraft, automobiles computers and all consumer, commercial and industrial items and to lease or otherwise deal with them in any manner whatsoever including release thereof regardless of whether the property purchased and leased be now and /or used.
42. To buy, purchase, sell, lease, take on lease, exchange or otherwise acquire lands, buildings, flats and other establishments of any tenure or description in India or elsewhere for residential, business, commercial, industrial or other purpose and rights easements, advantages and privileges, relating thereto and either for resale

or for trafficking in the same and to turn the same to account as may seem expedient, and to construct, alter, or improve, decorate, develop, furnish, and maintain offices, flats, houses, factories, warehouses, warehouse, shops, buildings and other structures works and conveniences of all kinds on any of the lands or immovable properties purchased or acquired by the Company and to lease, sell, deal in or to otherwise dispose off the same .

43. To hold, maintain and give right of occupancy or sell, allot houses, apartments, flats, sheds, shops, offices, warehouse, premises or parts thereof to the shareholders, debenture holders and depositors or any other person on such terms and conditions as may be deemed fit by the Company.

IV. The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

V. The Authorised Share Capital of the company is Rs. 40,00,00,000/-(Rupees Forty Crores only) divided into 4,00,00,000(Four Crore) Equity Shares of Rs.10/-(Rupees Ten only) each. ##

##The Authorized capital is increased to 40 Crores from Rs. 4 Crores vide Special Resolution passed on August 08, 2017 through Postal Ballot.

VI. 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 opposite our respective names.

SL.No	Name	Address	Occupation	No of Shares taken	Signature
1.	M.A.M Muthuraman Chettiar,	Rayavaram, Pudukottai State,	Banker	100	Sd/-
2.	A.V Mathew,	Ancheril House, Kottayam.	Advocate	100	Sd/-
3.	T Kuruvilla Thomas, House,	Thamarapally House, Chengunnur.	Planter	100	Sd/-
4.	C.J Kurian,	Akkara House, Kottayam.	Merchant	100	Sd/-
5.	A.V George,	Ancheril House, Kottayam.	Planter	100	Sd/-
6.	A.V John,	Ancheril House, Kottayam.	Planter	100	Sd/-
7.	C.J Kurian,	Akkara House, Kottayam	Merchant	100	Sd/-

Dated this the 26th day of September 1942

Witness to the above signatures: (Sd/-)

M.K Chandy,
 Managing Director
 The Popular Press Ltd,
 Kottayam, Kerala