



सत्यमेव जयते

GOVERNMENT OF INDIA  
MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies

**Certificate of Incorporation pursuant to change of name**  
*[Pursuant to rule 29 of the Companies (Incorporation) Rules, 2014]*

Corporate Identification Number (CIN):

Ministry of  
Corporate Affairs  
- Govt of India

Digitally signed by Ministry of Corporate Affairs - Govt of India  
DN: c=IN, o=Ministry of Corporate Affairs - Govt of India, ou=CEO, postalCode=000002,  
st=Maharashtra, serial=RAMPANI LENSES 2.8.4.11.100  
UNIVERSITY BELDIN MARINE SERVICE, ou=Ministry of Corporate Affairs - Govt of India  
Reason: I am the issuer and integrity of this document  
Date: 2016.07.19 12:34:01 +05'30'

Registrar of Companies

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





## Certificate of Incorporation

No. 15857 of 1972-73.

*I hereby certify that VIPUL DYES AND CHEMICALS PRIVATE LIMITED is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the Company is Limited.*

*Given under my hand at BOMBAY this TWENTYFIRST day of JUNE One thousand nine hundred and SEVENTY TWO.*



Sd/-  
(R. N. Bansal)  
Registrar of Companies, Maharashtra.

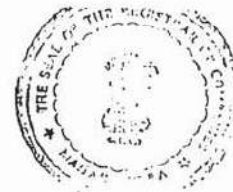
Co. 12857

CERTIFICATE OF CHANGE OF NAME  
UNDER THE COMPANIES ACT, 1956.

In the matter of VIPUL DYES AND CHEMICALS PRIVATE LIMITED

I do hereby certify that pursuant to the provisions of section 23 of the Companies Act, 1956 and the Special Resolution passed by the company at its ~~AGENCY~~/Ex-Ordinary General Meeting on 29.3.93 the name of VIPUL DYES AND CHEMICALS PRIVATE LIMITED has this day been changed to VIPUL DYES AND CHEMICALS LIMITED And that the said company has been duly incorporated as a company under the provisions of the said Act.

Dated this 6th day of APRIL One thousand nine hundred and ninety-THREE



(G. C. GUPTA)  
Addl REGISTRAR OF COMPANIES,  
MAHARASHTRA, BOMBAY

NO. 15857/T.A.

FRESH CERTIFICATE OF INCORPORATION  
CONSEQUENT ON CHANGE OF NAME.

IN THE OFFICE OF THE REGISTRAR OF COMPANIES, MAHARASHTRA, BOMBAY.

In the matter of VIPUL DYES AND CHEMICALS LIMITED

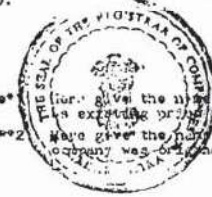
I hereby approve and sign, in writing under section 21 of the Companies Act, 1956 (Act I of 1956) read with the Government of India, Deptt. of Company Affairs, Notification No. GSR 5076 dated the 24th June, 1993 the change of name of the Company:-

From VIPUL DYES AND CHEMICALS LIMITED  
To VIPUL DYECHEM LIMITED

AND I hereby certify that VIPUL DYES & CHEMICALS LIMITED which was originally incorporated on TWENTY EIGHT day of JUNE 1972 under the Companies Act, 1956 and under the name:-

VIPUL DYES & CHEMICALS PRIVATE LIMITED  
having duly passed the necessary resolution in terms of section 21 of the Companies Act, 1956 the name of the said company is this day changed to: VIPUL DYECHEM LIMITED

and this Certificate is issued pursuant to Sec.23(1) of the said Act  
GIVEN UNDER MY HAND AT BOMBAY THIS TWENTY FOURTH DAY OF JUNE 1993. ( One Thousand and Nine Hundred Ninety-Three)



*Sd/-*  
*(S. Y. K. K. K.)*  
Addl. REGISTRAR OF COMPANIES,  
MAHARASHTRA, BOMBAY.

Note: (i) For: give the name of the company as existing before change.  
(ii) Here give the name of the Act(s) under which company was originally registered and incorporated.

THE COMPANIES ACT, 1956  
COMPANY LIMITED BY SHARES  
**MEMORANDUM OF ASSOCIATION**  
**OF**  
**\*VIPUL ORGANICS LIMITED.**

- I. The name of the Company is **VIPUL ORGANICS LIMITED**
- II. The Registered Office of the Company will be situated in the State of Maharashtra.
- III. The Objects for which the Company is established are:-
  - (A) MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:-
    - (1) To carry on the business of manufacture, process, purchase, resale, export, import and commission agency of all types of Laboratory fine and heavy chemicals whether organic or inorganic and including dyes acid and intermediates and minerals and to refine, purify derivate, crystallise, process, dry and to carry out such other process or processes, activity or activities to carry out this object.
  - (B) OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS:
    - (2) To carry on the business of manufacturing of allied and ancillary items useful in manufacturing the chemicals as mentioned in clause-III (a).
    - (3) To carry on the business of dealership in all the items incidental, complementary and of the nature being useful to push on and to have more business in the item already dealt in.
    - (4) To enter into collaboration and/or joint adventure and /or deal with foreign and/or local manufacturers and/or suppliers and/or their agents and/or associates and/or local and/or foreign Government and/or authorities for the getting up of industries and plants of chemicals of all sorts and/or for the supply

\* The name of the Company changed from '**Vipul Dyechem Limited**' to '**Vipul Organics Limited**' vide Special Resolution passed by the Company in its Extra Ordinary General Meeting held on 13<sup>th</sup> June, 2016.

of plant, machinery, tools, equipments, technical knowhow, technical assistance, licences, patents, instruments, things and chemicals of all sorts.

- (5) To buy, sell, manufacture and/or deal in machinery, plant, implements, rolling stock, hardware and other articles and things which may be of use in connection with the business of the Company including metallurgical of other operations which may be required by those employed in or about the business of the Company.
- (6) To carry on all or any of the business of processors, refiners, mixers, precipitators, distillators, gradationers, reducers, oxidators, spanners, annealers and providing professional services.
- (7) To search for and to purchase and to otherwise acquire from any Government, State or authority or persons by concession, grant, amalgamation, barter, lease, licence, or otherwise either absolutely or conditionally and either solely or jointly with others, any licences, concessions, grants, degrees, rights, powers and privileges whatsoever for any land, building estate, trade marks, easement, rolling stock, plant accessories, stock-in-trade, properties, (movable or immovable) which may seem to the Company capable of being turned to account.
- (8) To establish, provide, maintain and conduct or otherwise subsidise research laboratories and experimental. workshops for scientific and technical research and experiments and to undertake and carry on with all kinds and/or to promote studies and research both scientific and technical investigation and invention by subsidising, endowing or assisting laboratories, workshops, libraries, lectures, meetings, and conferences and by providing the remuneration to scientific or technical professors or teachers and also by providing for the award of exhibition, scholarships, prizes and grants to students; or otherwise expend money and generally to encourage, promote and regard studies, researches, inauguration, experiments, tests, and inventions of any kind that may be considered likely to assist any of the business which the company is authorised to carry on.
- (9) To apply for, purchase or otherwise acquire, and protect and renew in any part of the world any patent, patent right, brevets, d'invention, trade marks, design, licences, concessions and the like, conferring any exclusive or non-exclusive or limited right to their use or any secret or other information to any invention which may seem capable of being used for any of the purposes of the Company, or the acquisition of which may seem calculated directly or indirectly to benefit the Company, and to use, exercise, develop or grant licences in respect of, or otherwise turn to account the property rights or information so acquired and to expend money experimenting upon, testing or improving any such patents, inventions and rights.
- (10) To enter into partnership or into any arrangements for, sharing profits, union of interests. Co-operation, joint adventure, reciprocal concession or otherwise with the Government of India or any foreign state or any local Government or any municipal or local authority, partnership, persons, firm or company in India or abroad carrying on or engaged in, or about to carry on or engage in, any business or transaction which this Company is authorised to do and to lend money, guarantee the contracts or otherwise assist any such authority, person or company and to take or otherwise acquire and hold shares or stock in or securities of and to subsidies or otherwise assist any such company, authority, partnership firm, or person, and to sell, hold, reissue with or without guarantee, or otherwise deal with such shares or securities.
- (11) To exchange, sell, improve, manage, develop, mortgage, convey, assign or let on lease or leases the whole or any part of the property (whether moveable or immovable) and rights of the Company and to accept as consideration for or in lien thereof, either land or cash or Government securities. shares, debentures or stocks, bonds, or securities of any other company or partly the on or partly the other or such other properties or securities as may be determined by the company to take back or require any property so disposed of by repurchasing or leasing the same for such price or prices and on such terms and conditions as the company may think fit.
- (12) To invest the funds in the hands of the Company for the time being not immediately required for the business of the Company in such manner and in such assets, properties, securities, shares, debentures, bonds, bullion or investments or otherwise as may from time to time be determined by the directors, and from time to time, to sell or vary all such Investments, and to execute all the assignments, transfers, receipts and documents that may be necessary on that behalf.
- (13) To accept deposits from member of the Company either in advances of calls, or otherwise, and generally, to borrow or raise or secure the payment of money and for those other purposes to mortgage or charge the whole or any part of the undertakings and property and rights of the Company,

present or after acquired including uncalled capital and to issue at par or at a premium or discount, debentures or debenture-stock, bonds or other obligations and either permanent or redeemable, and to redeem, pay off or satisfy the same.

- (14) To draw, accept, make, endorse, execute, discount, negotiate, assign and issue cheques, drafts, bills of exchange, promissory notes, hundies, debentures, bills of lading, bonds, railway receipts, and other carrier receipts, warrants and other negotiable or transferable instruments or securities and to lend money to such persons and on such terms as may seem expedient and to give any guarantee or indemnity that may seem directly or indirectly conducive to any of these objects.
- (15) To pay out of the funds of the Company all costs, charges, and expenses which the Company may lawfully pay with respect to the promotion, formation and registration of the Company which are considered to be preliminary, including therein the cost of the market survey, project report foreign tours, salaries, remunerations, technical or other assistances, advertising printing and stationery and commission for obtaining applications for taking, placing or underwriting or procuring the underwriting of shares, debentures of other securities of the Company, expenses attendant upon the formation of agencies, branches, and local boards.
- (16) To provide for the welfare of Directors or Employees or ex-employees of the Company or its predecessors in business and the wives, widows, and families or the dependents or connections of such persons by building or contributing to the building of houses or dwellings or quarters or by grants of money, pensions, gratuities, allowances, bonuses, profit-sharing from time to time, subscribing or contributing to provident and other associations, institutions, funds, profits-sharing or other schemes or trusts and by providing or subscribing or contributing to provident and other associations, institutions, funds, profit-sharing or other schemes or trusts and providing or subscribing or contributing toward places of instructions and recreation, hospitals and dispensaries, medical and other attendance and other assistance as the Company shall think fit.
- (17) To establish and support or aid in the establishment and support of schools, associations, institutions, funds, trusts and conveniences calculated to benefit employees or ex-employees of the Company (or its predecessors in business) or the dependents or connections of such persons, and to grant pensions, allowances, bonuses, and gratuities and to make payments towards insurance and to subscribe or contribute or otherwise assist or guarantee money for charitable, benevolent, religious, scientific, national or any other useful institutions or objects or for any exhibition.
- (18) Subject to provisions of any law or laws for the time being in force, to borrow or raise or secure the payment of money or to receive money on deposit at interest for any of the purposes of the company, and at such time or times in such manner as may be thought fit and in particular by the issue of debentures or debenture stock, perpetual or otherwise, including debentures or debenture-stock convertible into shares of this or any other company or perpetual annuities as security for any such money so borrowed, raised or received, or of any such debentures or debenture-stock so issue, to mortgage, pledge or charge the whole or any part of the property, assets or revenue and profits of the Company, present or future, including its uncalled capital by special assignment or otherwise or to 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 any such securities. The Company shall not carry on the Banking business, as defined in Banking Companies Act of 1942.
- (19) Subject to the provisions of Companies Act, to distribute as dividend or bonus amongst the members or to place, to reserve or otherwise to apply as the Company may from time to time determine any money received in payment of dividends accrued on forfeited shares and moneys arising from the sale by the Company of forfeited shares or unclaimed dividends or any moneys received by way of premium on shares or debentures issued at a premium by the Company.
- (20) To adopt such means of making known the products of the Company as may seem expedient and in particular by advertising in the press, by circulars, by purchases and exhibition of books and periodicals and by granting prizes, rewards and donations.
- (21) To remunerate any corporation or Demons. whether a Director of the Company or not, and either in the form of brokerage, commission or otherwise for any services rendered to the Company, or for introducing business, obtaining subscriptions for or guaranteeing the subscriptions of or placing or assisting in placing the shares, debentures, debenture-stock or securities of the Company or in which it is interested or otherwise assisting or rendering services to the Company.

- (22) To do all or any of the above things in any part of the world and either as principals, agents trustees, contractors, or otherwise and either alone or in conjunction with others, and either by or through agents, sub-contractors, trustees or otherwise.
- (23) To subscribe or otherwise to assist charitable benevolent, religious, scientific, national, public or other institutions and to support or aid either by reason of locality or operations or of public and general utility or otherwise.
- (24) To amalgamate with any Company or Companies having objects altogether or in part similar to those of the Company.
- (25) To create any Reserve Fund, Sinking Fund, insurance Fund or any special fund, whether for depreciation or for repairing, improving or maintaining any of the property of The Company, or for any other purpose conducive to the interests of the Company.
- (26) To make donations to such persons or institutions whether social, religious or charitable and in such cases and either of such or any other assets as may be thought directly or indirectly conducive to any of the Company's objects or otherwise expedient and in particular to remunerate any person or corporation introducing business to this Company and to subscribe or guarantee money for social; religious charitable or benevolent objects or purposes or for any exhibition or for any public general or other objects and to establish and support associations; institutions, funds, trusts and conveniences for the benefit of the employees or of persons having dealings with the Company or dependants, relatives or connections of such persons and in particular friendly or other benefit societies and to grant pensions, allowances, gratuities and bonuses either by way of annual payments or a lump sum and make payments towards insurance and to form and contribute to provident fund and benefit funds of or for such persons.
- (27) To obtain or help in obtaining any order of Act or Notification of any Government or Legislature authority (including the Government of the Union of India or any state or Local Legislature or Government) for enabling the Company to carry any of its objects into effect or for effecting any modification of the Company's constitutions or for any other purposes which may seem expedient and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interest.
- (28) To aid pecuniarily or otherwise any association, company, firm, persons, body or movement having for an object the solution, settlement or surmounting of industries or labour problems or troubles or the promotion of industry or trade.
- (29) To do all such other things that are incidental or conducive to the attainment of the above objects.
- (C) OTHER OBJECTS:
- (30) To carry on any business relating to the mining and working of minerals and productions and working of metals and the productions, manufacture and preparation of any other materials which may be usually or conveniently combined with the engineering or construction business of the Company or any contracts undertaken by the Company and either for the purposes only of such contracts or as an independent business.
- (31) To erect, construct, enlarge, alter, acquire, work, use, barter, exchange and otherwise deal with such mills, factories, workshops, buildings, houses and erections as may be expedient and to purchase or put into working order such machinery and other accessories as may from time to time be expedient.
- (32) To manufacture, process, trade, alter improve, import, export stock, develop, service, repair or otherwise deal with all kinds, sizes and types of railway equipments, including wagons, coaches, bogies, signals, points, and crossings, railway stores, carriage fittings, steel springs, boiler and its tubes, lighting equipment and ail other allied products.
- (33) To manufacture, process, trade, exchange, assemble service; repair or otherwise deal with all types of furniture made of wood, plastic, iron, and steel or of any other material for office, residence, hospital and all other items required for above.
- (34) To manufacture, process, trade, exchange, alter, improve, stock, assemble, service, hire, repair or otherwise deal with ail kinds, sizes and types of transformers, electrical switchgears, electric motors

and generators, electric cables and wires, insulators, transmission line accessories, dynamos, lamps, fans, electromedical apparatus, radio receivers, television sets and components thereof, batteries, domestic electrical appliances, air-conditioning machinery, ventilation equipments, exhaust fans, air drivers, fume exhausters, dust collectors, grit extractors, cold storage and refrigerating machines, flash lights and torches, industrial and laboratory apparatus, photographic equipments, air compressors, and all other allied products.

- (35) To manufacture, process, trade, import, export, or otherwise deal with plastic materials Including monomers and polymers and all other products, made of plastic.
- (36) To carry on and conduct workshops and foundries of iron and brass and other metals and any other substances and to trade, manipulate, export, import or otherwise deal with them.
- (37) To manufacture, process, trade or otherwise deal with all types, sizes and kinds household equipments including sewing machines, buckets, lanterns and stoves and parts thereof, burners and other allied products.
- (38) To manufacture, process, trade or otherwise deal with all types, sizes and kinds of office equipments including office stationery, office machines, and all other allied equipments.
- (39) To manufacture, process, trade, exchange, import, export, repair, hire or otherwise deal with all kinds and sizes of watches, clocks, time-pieces and all other components and parts required for them.
- (40) To manufacture, process, trade, or otherwise deal with all types of packing materials including containers made of wood, plastics, steel and other materials.
- (41) To manufacture, process, buy, sell, exchange, alter, improve, manipulate, prepare for market, import or export and otherwise deal with all kinds of ores, metals, non-metals, alloys and their products, such as castings and do all the processes including smelting, founding, melting, sintering, alloying, refining, making, shaping, treating, fabricating, welding, cutting, extracting, foiling and power metallurgy etc.
- (42) To manufacture, process, buy, sell, exchange, Improve, import export, stock, invent, develop all types of timber products including plywood, matches, hardboard, chip board, cork, pulp, Jute wooden accessories and all other allied products.
- (43) To manufacture, acquire, produce, sell and supply gas and electricity for lighting, heating, power for distribution purposes and to deal with and manufacture and render saleable all residual products obtained in the manufacture of gas.
- (44) To sell the undertaking of the Company or any part thereof, for such consideration as the Company may think fit, and in particular for shares debentures, debenture-stocks, bonds, or securities of any other Company having objects altogether or in part, similar to those of this Company, to promote any other Company or Companies for the purpose of its or their acquiring all or any of the property, rights, or liabilities of this Company or for any other purpose which may seem directly or indirectly calculated to benefit this Company.
- (45) To purchase, take on lease or license or in exchange or on hire or otherwise any real and or personal property and any rights or privileges and in particular any land (freehold, lease-hold, or other tenure) building, easement, and develop such lands to erect buildings, factories, sheds, industrial estates, godowns or other structures for the works, and purposes of the Company and also for the residence of its directors, officers, employees, staff and other personnel, to sell them on ownership basis or give them any parts thereof an lease or leave and license or any other basis and for the purpose to enter into contracts and arrangement of all kinds.
- (46) To carry on all or any of the several businesses as manufacturers, producers, merchants, traders, importers, exporters and dealers in merchandise of every description and establishing, financing developing, managing, operating and carrying on industrial, commercial trading, manufacturing, mechanical, metallurgical, building, constructing, mining, smelting and quarrying enterprises, undertaking propositions or concessions in all their respective branches of constructing, equipping, Improving, working, developing, purchasing and dealing in.

- (47) To carry on business as quarry masters, stone merchants, bricks, tiles, earth ware, pottery, manufactures and merchants and to buy, sell, carve, polish, crush, and prepare for market or use stone of all kinds and to carry on business as makers and manufacturers of and dealers in lime, mortar and building materials of all kinds, and as builders and contractors for the execution of works and building of all kinds and description whatsoever and to sell the same on ownership basis or to give them on rent, lease, leave and licence or in any other way.
- (48) To obtain and or hold the office of end or to act as Brokers, Selling Agents, or Buying Agents of any trading or manufacturing or other Company, corporation or concern or to render any type of service whatsoever.
- (49) To act as brokers, commission agents, capitalists, financiers, underwriters, concessionaries and merchants and to undertake and carry on and to execute all kinds of financial, commercial trading and other operations and to carry on any other business which may seem to be capable of being conveniently carried on in connection with any of these objects or calculated to facilitate the realisation of or render profitable any of the company's property or rights.
- (50) To act as traveling agents, clearing agents, transporters, agents, warehouses and to own, operate, take or give on hire trucks, ships, and any other mode of transport for the said purpose.
- (51) To promote, takeover, float or otherwise establish any company in or outside India.

IV. The liability of the members is limited.

V. \*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) each, with a power to increase or decrease the capital.

\*The Authorised Share Capital of the Company is increased from Rs. 15,00,00,000/- (Rupees Fifteen Crore only) to Rs. 20,00,00,000/- (Rupees Twenty Crore only) and accordingly Clause V "Capital Clause" substituted vide Special Resolution passed by the Company in its Annual General Meeting held on 30<sup>th</sup> September, 2024.



Mihir V Shah  
Whole Time Director and CFO  
DIN - 05126125

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, descriptions<br>And occupations of<br>Subscribers.  | No. of Shares<br>taken by each<br>Subscriber.   | Name, address and<br>descriptions of<br>Witness.  |
|---|---|---|
| <p>SHRI PRAVINCHANDRA BAHUBHAI SHAH<br/>Son of Shri. Babubhai Chhaganlal Shah<br/>Flat No.16, Yashwant Nagar,<br/>Plot No. 53, S.V. Road.<br/>Andheri (West),<br/>Bombay - 400 058.</p> <p>BUSINESSMAN.</p> <p>SHRI RAJNIKANT BABHUBHAI SHAH<br/>Son of Shri. Babubhai Chhaganlal Shah<br/>126, Jawahar Nagar, Road No. 8,<br/>Goregaon (West),<br/>Bombay - 400 062.</p> <p>BUSINESSMAN.</p> | <p>5 (Five)</p> <p>5 (Five)</p> <p>10 (Ten)</p> | <p>SHRI JAYANTILAL MAGANLAL SHAH<br/>Son of Shri Maganlal Mulchand Shah<br/>105, Apollo Street, Bombay-1<br/>Chartered Accountant</p> |

Bombay dated this 18th day of May, 1972