THE COMPANIES ACT, 2013

SCHEDULE I

TABLE -A

MEMORANDUM OF ASSOCIATION

OF

TAINWALA CHEMICALS AND PLASTICS (INDIA) LIMITED

COMPANY LIMITED BY SHARES

**New Set of Memorandum of Association in consonance with the provisions of the Companies Act, 2013 adopted vide Special Resolution passed through Postal Ballot on 28th March, 2023.*

I. The name of the Company is **"TAINWALA CHEMICALS AND PLASTICS (INDIA) LIMITED."**

II. The Registered Office of the Company will be situated in the State of Maharashtra.

III.

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

1. To undertake and carry on at any place or places in India or elsewhere the business of Manufacturers, producers, traders, distributors, dealers, processors, agents, Importers in or for all kinds of (i) Chemicals, cosmetics, sewiettes, tissues papers and paper kerchiefs, mosquito repellents, insecticides, pesticides, fungicides, industrial and other preparations (ii) All types of plastics moulded/ blowed and extruded/processed parts, components and articles.

2. *To carry on all or any of the business of merchants, traders, commission agents, buying agents, selling agents, brokers, adatias, importers, exporters, collectors, traders and dealers of commodities including but not limited to Gold, Silver, Gems, Jewellery, Bullion, their components and accessories, Diamonds, Precious Stones, Precious Metals.

**Inserted vide Special Resolution passed through Postal Ballot on 28th March, 2023.*

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

3. To carry on by itself or in association with or through others, by establishing laboratories or otherwise, research and development work for conducting trail or mosquito repellents, insecticides, pesticides, fungicides and/or to enter into any contract, agreement, collaboration with any person or persons, Company, Firm or Institutions whether incorporated in India or elsewhere for the more efficient and profitable conduct of the trade or business of the Company or any part thereof.

4. To acquire and undertake the whole or any part of the business, property, contracts and agreement, rights, privileges, effects, liabilities of any person, firm or Company carrying on or proposing to carry on or ceasing to carry on business which the Company is authorised to carry on.

5. To manufacture and to deal in all types of paper and paper pulp products including dry/wet tissue papers, sewiettes, handkerchiefs and electric components.

6. To carry on business in India or elsewhere as the manufacturers, producers, importers, exporters, distributors, commission agents and brokers of and wholesale and retail dealers in all kinds of packaging materials, spare parts, accessories, compartments, tools, jigs, fixtures.

7. To establish agencies or branches in India or elsewhere for sales, purchases and distribution or for any purpose or business of the Company, regulate their working to discontinue the same and to reconstitute any such branches or agencies and to procure the registration or other recognition of the Company in any country, state or place for the said activities.

8. To carry on all or any of the business of manufacturers of and dealers in fertilizers, manures, calcium carbide, ethyl alcohol, coal-tar, hymedicines, ointments, essences, acids, toilet requisites, soaps, detergents, cosmetics, perfumes, dyes, paints, colours, pigments, varnishes, inks, explosives, ammunition, fuels, oils, greases, lubricants, vegetable oils and cotton seed oils.

9. To make advances for the purchase of raw materials, goods, machineries, stores and other articles required for the purpose of the Company or deemed expedient with or without security of whatsoever nature and kind.

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10. To pay for any properties, rights or privileges acquired by the Company either in cash or in shares of the Company or partly in shares and partly in cash or otherwise and generally on such terms as the Company may approve.

11. To place or reserve or to distribute as Bonus shares among the members or otherwise to apply, as the Company may from time to time think fit, any moneys received by way of premium by the Company and any money received in respect of forfeited shares.

12. To enter into any arrangement with any manufacturers or dealers for the purpose of taking delivery or giving delivery of the goods required for the Company's business.

13. To pay to any corporation, firm or person(s) whether Directors, Officers or Agents of this Company or not any salaries, commission(s), discount(s), bonus, compensation, travelling or other expenses, canvassing charges or such other remuneration or donation as may be necessary or convenient for services rendered or to be rendered is getting in, influencing, introducing or procuring for the Company any businesses connected with the affairs of the Company to such extent and in such manner as the Directors of the Company in their absolute discretion may think right subject to the provisions of the Companies Act, 2013 and such payment shall be treated as part of the working expenses of the Company.

14. To pay out of the funds of the Company all expenses which the Company may lawfully pay with respect to the formation and registration of the Company or the issue of its Capital including brokerage and commission for obtaining applications for or taking, placing or underwriting or procuring the underwriting of shares, debentures and other securities of the Company.

15. To amalgamate, enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint venture or reciprocal concessions, or for limiting competition with any individual person or Company carrying on or engaged in or about to carry on or engage in business or transaction, which the Company is authorized to carry on or engage in.

16. To enter into partnership or necessary contract(s) or any arrangement either general, special or with regard to one or more transaction(s) with any other Corporation, firm or individual for carrying out the objects of the Company or any one or more of them.

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17. To enter into any arrangement with any governments or authorities which may seem conducive to attainment of the Company's objects or any of them and to obtain from such government or authority any rights, privileges, licences and concessions which the Company may consider necessary or desirable to obtain and to carry out, exercise, use of comply with any such arrangements, rights, privileges or concessions.

18. To receive money on deposit or loan and borrow or raise in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture stock (perpetual or otherwise) and to secure the repayment of any money borrowed, raised or owing by mortgage charge or lien upon all or any of the properties or assets of the Company (both present and future) including its uncalled capital, and also by a similar mortgage, charge or lien to secure and guarantee the performance by the Company or any other person or Company of any obligation undertaken by the Company as the case may be but shall not carry on the business of Banking as defined in the Banking Regulation Act, 1949, subject to the provisions of Section 58-A and directives of Reserve Bank of India.

19. To establish or promote or concur in establishing or promoting any Company or companies for the purpose of acquiring all or any of the property, rights and liabilities of the Company or for any other purpose which may seem directly or indirectly calculated to benefit the Company.

20. To donate or gift in cash or kind, for any national charitable, benevolent, public or to any Institution, Club, Society, Research Association, Fund, University, College or any other person or body.

21. To employ experts to investigate and examine into the conditions, prospects, value, character and circumstances of any business, concerns and undertakings and generally of any assets, concessions, properties or rights.

22. To sell, mortgage, exchange, grant leases, licenses, easements and other rights in respect of, improve, manage, develop and turn to account or deal with in any manner the whole of the property, assets, investments, undertakings, rights and effects of the Company or any part thereof for such consideration as may be thought fit, including shares, debentures or securities of any Company whether partly paid up or fully paid-up.

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23. To negotiate loans, to draw, accept, endorse discount, buy, sell and deal in bills of exchange, promissory notes, bonds, debentures, coupons and other negotiable Instruments and securities.

24. To apply for purchase or otherwise acquire any patent rights, copyrights, trademarks, formula, licences, concessions and the like of any secret or other information.

25. To apply for, secure, acquire by grant, legislative, enactment, assignment, transfer, purchase or otherwise, and to exercise, carry out and enjoy any charter, licence, power, authority, franchise, concession, right or privilege, which any government or authority, or any corporation or other public body may be empowered to grant, and to pay for, aid in, and contribute towards carrying on the same into effect.

26. To apply for, promote and obtain any statute, order, regulation or other authorisation or enactment which may seem calculated directly or indirectly to benefit the Company, and to oppose any bills, proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interests.

27. To provide for the welfare of the employees or ex-employees, members, ex-members and Directors of the Company and wives, widows and families or the dependent of such persons by grant of money, pension, allowances, bonus or other payments or by creating and form time to time subscribing or contributing to provident funds and other associations, institutions, trusts and by providing or subscribing towards medical or other attendance and other assistance as the Company shall think fit and to subscribe to or to contribute to or otherwise assist to charitable benevolent, national and/or other Institutions or objects.

28. To open and operate current, savings, fixed deposits, cash credit, overdrafts, loans or any other accounts with any Bank or Banks or merchants, and to pay any moneys into or draw moneys from such accounts, whether the same are in debit or credit. To open letters of credit, to furnish guarantees to Banks and others and to arrange issuance of guarantees through Banks and financial institutions, to raise loans, overdrafts from Banks and others and to open and operate such loans/overdraft accounts. Also to borrow from Banks or by discounting bills or by cash credit under I.D.B.I, bill discounting schemes.

29. To distribute amongst the members of the Company in specie or kind any property of the Company or any proceeds of sale or

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disposal of any property of the Company in the event of the winding-up of the Company, subject to the provisions of the Companies Act, 2013.

30. To invest the surplus funds of the Company from time to time in government securities or in other securities including bills of exchange, acceptance, 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 assignments, transfers, receipts, and documents they may be necessary in that behalf.

31. To adopt such means of making known and advertising the business of the Company as may seem expedient.

32. To accept gifts, bequests, devises and donations from members and others and to make gifts to members and others of money, assets and properties of any kind.

33. To undertake, aid or promote research in economic, fiscal, commercial, financial, agricultural, industrial, mining, technical, labour and mining problems-and matters.

34. To obtain any provisional order or Act of the Government for enabling the Company to carry any of its objects into effects or for effecting any modification of the Company's constitution.

35. To undertake and execute any trusts and also to undertake and execute the offices of executors of will of any deceased persons, administrators of any deceased persons, trustee for debenture holders or debenture-stock holders of any Company and of receiver, treasurer, to appoint trustees to hold securities on behalf and to protect the interests of the Company.

36. To give any guarantee or indemnify for the payment of money or the performance of any obligation or undertaking.

37. To manage land, buildings and other property both movable and immovable whether belonging to the Company or not and to collect rent and income and to supply to tenants, users and occupiers, attendants, servants, waiting rooms, reading rooms and other services and conveniences as may be necessary.

38. To develop and turn to account any land acquired by the Company or in which it is interested and in particular, by laying on and preparing the same for building purposes, constructing, altering, pulling down, decorating, maintaining, fitting up and improving, buildings and by planting, paving, draining, farming, cultivating and letting building on lease any by

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advancing money to and entering into contracts and arrangements of all kinds with builders and others and to deal in building construction material etc.

39. To provide for and furnish or secure to any members or customers of the Company to any subscribers to or purchasers or possessors of any publication of the Company or of any coupons or tickets, issued with any publications of the Company any conveniences, advantages, benefits or special privileges which may seem expedient and either gratuitously or otherwise.

40. To refer to or agree to refer any claims, demand, dispute or any other question by or against the Company or in which the Company is interested or concerned and whether between the Company and the member(s) or his or their representatives or between the Company and third parties to arbitration and to observe and perform and to do all acts, matters and things to carry out or enforce the awards.

41. To become member of other bodies of persons and associations including societies, clubs and Companies limited by guarantee, whether formed for profit or for non-profit activities and to aid, peculiarity or otherwise any or movement having for an object the solution settlement or surmounting of industrial or labour problems or troubles or the promotion of industry and trade.

    To undertake or participate in the formation, management, supervision or control of the business operations of any other Company, firm or person and to finance industrial enterprises.

42. To create any depreciation fund, reserve fund, sinking fund, Insurance fund, or any special or other fund whether for depreciation or for repairing, improving, extending or maintaining any of the property of the Company or for redemption of debentures or redeemable preference shares or tot., any other purpose whatsoever conducive to the interests of the Company.

43. To buy, sell, hire, manufacture, repair, let on hire, alter, improve, treat and deal in all kinds of plants, apparatuses, machines, materials and articles of all kinds which are capable of being used for or in connection with manufacture, maintenance and working of any machineries required in any industry.

44. To lend money to any person, Company or any other entity and to guarantee the performance of any contracts.

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45. To promote, maintain, sustain or bear all costs for social cultural, economic and welfare activities or objectives as may be in time with public policy for the time being and permitted under the Company and taxation laws of India.

46. To acquire, lease or lend sophisticated office machineries such as computers, tabulators, equipments, addressing machines and other equipments and leasing or tending such equipments for providing services of these machines to various clients.

47. To manage or to provide know-how for managing industrial enterprises, hotels and restaurants.

48. To carry on and undertake any business, undertaking, transaction or operation commonly arrived on or undertaken by capitalists or financiers.

49. To act as selling agents of manufacturing Companies, insurance agents, publicity and advertising agents and also to provide specialised services in investor relations, relating to the above objects.

50. To act as managers to public issue of other Companies, to act as investment advisers, financial advisers to individuals or Companies or advise on portfolio management to corporations, Companies or individuals.

51. To transact or carry on all kinds of agency business and in particular in relation to the investment of money, sate of property and the collection and receipt of money.

52. To acquire, lease or lend or provide on hire-purchase basis plant and machinery for manufacturing enterprises and leasing or lending such plant and machinery for providing services to various clients.

53. To carry on business of travel agency and to act as tourist agents and contractors, and to facilitate travelling, and to provide for tourists and travellers, or promote the provision of conveniences of all kinds.

54. To carry on business as proprietors and publishers of newspapers, journals, magazines, books and other literary works and undertakings.

55. To carry on all or any of the business of printers, stationers, lithographers, type founders, stereotypes, photographic

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printers, photo-lithographers, chromo-lithographers, engravers, die-sinkers, book binders, designers, draughtsman, paper and ink manufacturers, book-sellers, publishers, advertising agents, engineers, and dealers in or manufacturers of any other articles or things or any of them or concerned therewith.

56. To carry on the business as timber merchants, saw mill proprietors, furnishers, and buy, sell, grow, prepare for market, manipulate, import, export and deal in timber of all kinds and to manufacture and deal in articles and furniture of all kinds.

57. To carry of the business of exporters and importers, function as export house and deal in all varieties or commodities and for this purpose to also engage in ancillary services such as shipping, forwarding, road transport, inland transport.

58. To carry on all or any of the business of manufacturing, processing and dealing in iron and steel, ferro alloys, special steels, aluminum, copper, lead, zinc and their alloys and products and of manufacturing and dealing in industrial machinery, boilers, internal combustion engines, ball, roller and tapered bearings, tubes, cables, wires, pipes, cookers, printing machinery and textile machinery and their components and accessories.

59. To carry on all or any of the business of makers of and dealers in scientific and industrial instruments of all kinds for indicating, recording, controlling, measuring and timing and machine tools, surgical instruments and appliances and artificial limbs, dental and optical equipment and goods anatomical, orthopedic and surgical appliances of all kinds and provides of all requisites for hospitals, patients and invalids.

60. To carry on the business of advertising contractors and agents, to acquire and dispose of advertising time, space or opportunities in any media, to undertake advertising and promotional campaigns of every nature, to acquire and provide promotional requisites.

61. To own and build ships, barges, launches and other vessels and to repair charter, hire, operate or to do all other relevant business.

62. To carry on the trade and business of transport of goods and merchandise in general.

63. To cultivate grow, produce or deal in any vegetable products

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for the time being required for any of the manufacturers which the Company is authorised to undertake.

64. To carry on business as goldsmiths, silversmiths, jewellers, gem and diamond merchants, watch and clock-makers, bag and suitcase makers, and to manufacture, process, refine, buy, sell, import, export and otherwise deal in gems, jewellery, bullion, their components and accessories, diamonds, precious stones, precious metals, paintings, coins, manuscripts, bronzes, curios, antiques and objects of art and to manufacture and to establish factories for manufacturing goods for the above businesses.

65. To carry on all or any of the business of merchants, traders, commission agents, buying agents, selling agents, brokers, adatias, importers, exporters, collectors, manufacturers and dealers and to import, export, buy, sell, barter, exchange, pledge, mortgage, advance upon or otherwise trade and deal in leather and leather goods and products, agro and agricultural commodities and products, food grains, cash crops, tea, coffee, fruits, spices, vegetables, milk and milk products, textiles, and textile products, yarns, apparels, garments and to buy, sell, manufacture and deal in goods, stores, consumables, articles, chattels.

66. To carry on business of silk merchants, cloth merchants, haberdashers and hosiers, and as manufacturers, importers, exporters and wholesale and retail dealers of and in natural manmade and blended textiles and fabrics of all kinds and descriptions, apparels, ready-made garments, milliners, dressmakers, tailors, hatters, clothiers, outfitters, glovers, lace and netting manufacturers, drapers, upholsterers and as furnishing and general warehousemen in all their branches.

67. To underwrite, subscribe, acquire, take up, hold, sell, transfer or otherwise dispose off shares, stocks, debentures, debenture-stock, bonds, obligations and securities issued or guaranteed by any Company constituted or carrying on business in India or in any foreign country and debentures, debenture-stock, bonds, obligations, treasury bills, debt market instruments and money market instruments of all kinds and nature issued or guaranteed by any Government, Sovereign Ruler, Commissioner, Public Body or authority (supreme, municipal, local or otherwise) whether in India or in any foreign country and whether by original subscription, syndicate participation, tender, purchase, exchange or otherwise and to subscribe for the same either conditionally or otherwise and to guarantee the subscription thereof.

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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. 14,00,00,000/- Rupees Fourteen Crore Only) divided into 1,40,00,000/- (One Crore Forty Lakh Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each with rights, privileges and conditions attached thereto as may be provided by the Regulations of the Company for the time being in force, with power to increase or reduce the Capital and to divide the shares in the Capital for the time being into several classes (being those specified in the Companies Act, 2013) and to attach thereto respectively such preferential, qualified, deferred or special rights, privileges or conditions as may be determined in accordance with the regulation of the Company and to modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be permitted by the said Act or provided by the Articles of Association of the Company for the time being in force.

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VI. 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 and we respectively agree to take the number of shares in the Capital of the Company set against our respective names:

Names, Addresses, Descriptions and Occupations of each Subscribers	No. of Equity Shares taken by each Subscriber	Signature of Sub-scriber	Signature, Names, Addresses, Descriptions & Occupations of Witnesses
Mr. Rajkumar Tainwala S/o Shri Dungarmal Tainwala 71, Nutan Laxmi Society, Road No. 8, J.V.P.D.S., Bombay-400 049. BUSINESS	100 (One Hundred)	Sd/-	Sd/- Mr. Chatrabhuj Prasad, S/o. Mr. Badri Prasad 71, Nutan Laxmi Society, Road No. 8, J.V.P.D.S, Bombay-400 049 SERVICE.
Mr. Dungarmal G. Tainwala S/o. Shri Gangadhar Tainwala 71, Nutan Laxmi Society, Road No. 8, J.V.P.D.S., Bombay-400 049. BUSINESS	100 (One Hundred)	Sd/-	
Mrs. Shobha Tainwala W/o. Shri Ramesh Tainwala 71, Nutan Laxmi Society, Road No. 8, J.V.P.D.S., Bombay-400 049. BUSINESS	100 (One Hundred)	Sd/-	
Mrs. Leeladevi D. Tainwala W/o. Shri Dungarmal Tainwala 71, Nutan Laxmi Society, Road No. 8, J.V.P.D.S., Bombay-400 049. BUSINESS	100 (One Hundred)	Sd/-	
Mr. Ajay Parekh C/o. Parekh Plastics F/35 Nand Dham Industrial Estate, Marol, Andheri (E), Bombay-400 063. BUSINESS	100 (One Hundred)	Sd/-	
Mr. Sukhpal G. Tainwala S/o. Shri Gangadhar Tainwala Opp. Ranchi Club, Main Road, Ranchi. BUSINESS	100 (One Hundred)	Sd/-	
Mrs. Bhagwatidevi Tainwala W/o. Shri Sukhpal Tainwala Opp. Ranchi Club, Main Road, Ranchi. BUSINESS	100 (One Hundred)	Sd/~	
Mrs. Durgadevi P. Tainwala W/o. Shri Premkumar Agrawal Opp. Ranchi Club, Main Road, Ranchi. BUSINESS	100 (One Hundred)	Sd/-	
TOTAL	**800 (Eight Hundred)**		

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Bombay, Dated: 22nd day of January, 1986.

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