

**THE COMPANIES ACT, 2013
(Incorporated under the Companies Act, 2013)**

Table – A

**COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
ASSTON PHARMACEUTICALS LIMITED**

1. The Name of the Company is “**ASSTON PHARMACEUTICALS LIMITED**”. #
2. The Registered Office of the Company will be situated in the State of Maharashtra-MH
3. (a) The Objects to be pursued by the Company on its incorporation are:
 1. To carry on in India or elsewhere the business to manufacture, process, prepare, treat, disinfect, compound, formulate, mix, concentrate, pack, repack, refine, add, remove, pure, preserve, grade, freeze, distillate, boil sterilize, improve, extract, buy, sell, resale, import, export, barter, transport, store, forward, distribute, dispose, develop, market, supply of blister pack or bubble pack or sachets for placing capsules, tablets, powders; tubes for ointments, bottles for dry syrups, oral liquids, ingestible, pills, fluids, granules, sprayers, inhalers, mineral waters; droppers, removers, herbal products, their by-products, Intermediates, residues, mixtures and compounds and act as agent, broker, representative, consultant, collaborator, stockiest, liasioner, middlemen, job worker, or otherwise to deal in all types, descriptions, specifications, strengths and applications of pharmaceutical, cosmetics, food products and chemical products of medicaments used for treatment, cure and healthcare of human beings and animals including, basic drugs, intermediaries, tonics, antibiotics, enzymes, Steroids, vitamins, hormones, biological and immunological chemicals, contraceptives, yeasts, diagnostic agents, oils and tinctures.
 2. To carry on in India or elsewhere the business to manufacture, produce, process, prepare, preserve, buy, sell, resale, import, export, store, forward, distribute general finished formulations such as capsules, tablets, powders; syrups, oral liquids, pills, fluids, granules, sprayers, inhalers.

Special Resolution has been passed in EGM held on 17/06/2024 for conversion from Private Company to Public Company.

For ASSTON PHARMACEUTICALS PRIVATE LIMITED


ASHISH SAKALKAR
Director
DIN: 06601011



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

1. To let on lease or hire, mortgage, pledge, transfer, exchange or otherwise dispose of the whole or any part of the undertaking of the Company or any land, building, business and property rights or assets of any kind, of the Company or any share or interest therein such manner and for such consideration as the Company may think fit, and in particular for share, debentures or securities of any Company having objects similar to those of the Company.
2. To purchase, take on lease or in exchange, hire or otherwise acquire and to construct, maintain, manage, develop, alter, improve, transfer or turn to account any movable or immovable property, rights or privileges or interest which the Company may think necessary, convenient or expedient for the purpose of the Company and to assist or to take part in the formation, promotion, management, subsidizing or control of the business operations of any company or undertaking assisting the company in the attainment of its objects.
3. To acquire by purchase, lease, concession, grant, license or otherwise such land, building, chemicals, waterworks, plant machinery, stock in trade, stores, rights, privileges, easements and other property as may from the time to time be deemed necessary for carrying on the business of the Company and to build or erect upon any land of the Company, howsoever acquired, such factories, workshops, warehouse, offices, residences, and other buildings, machinery and construct such roads, ways, railways or sidings, bridges, reservoirs, water courses, hydraulic works and other works and convenience as may be deemed necessary for the interest of the Company.
4. To obtain, purchase or otherwise acquire, own, use, protect, prolong and renew, whether in India or elsewhere, any trade secrets, know how, rights, improvements, processes, formulate, patents, patent rights, invention trademarks, designs license, protections, concessions and the like conferring any exclusive, nonexclusive or limited right to use any secrets or other any information as to any invention or any process of the company or the acquisition of which may seem calculated directly or indirectly to benefit the company, and to use, exercise turn to account the property rights and information so acquired and to carry on any business in any way connected therewith and to pay royalties if and where necessary.
5. To take over or otherwise acquire all or any part of any land, business including the goodwill, trademarks, stocks, machinery, plants, and other assets and liabilities of any persons, firm, company or concern carrying on the business which the company is Authorised to Carry on or is possessed of property suitable for the company or that is likely to benefit the Company, directly or indirectly, in the attainment of its objects.
6. To acquire, make, build, construct, equip, maintain, improve alter, factories, buildings, roads, and other conveniences which may be necessary or convenient for the purpose of the Company or may seem calculated directly or indirectly to advance the Company's interest and to contribute, subsidies or otherwise assist to take part in the construction, improvement maintenance, working, management, carrying out or control thereof.
7. To acquire and hold, issue on commission and otherwise deal in and convert the shares, stocks, debentures, debenture-stocks, bonds, obligations and securities issued or guaranteed by any Company having similar objects and constitution or carry on business in India or elsewhere and debentures, debentures-stocks, bonds, obligations and securities issued or guaranteed by the any government, sovereign ruler, commissioner, public body or authority supreme, municipal local, or otherwise whether in India or elsewhere.


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8. Subject to provisions of the companies act, 2013 to borrow or raise or secure money in such manner as the Company shall think fit and in particular by mortgage, debentures, either at par, premium or discount and either redeemable or irredeemable, secure all upon or any part of the undertaking, rights and properties of the Company, present and future, including its uncalled capital or the called capital of the Company and to purchase, redeem, pay of or satisfy such securities.
9. To draw, accept, endorse, discount, execute, and issue or negotiate cheques, bills of exchange, promissory notes, hundies, bills of lading and other negotiable instruments.
10. To advance or lend moneys to such person or persons and upon such term as may seem expedient and in particular to customer and/or other persons having dealings with the Company and to guarantee the performance of contracts by members or persons, having dealings with the company, but not to carry on banking business as defined under banking regulation Act, 1949.
11. To mortgage and charge the undertaking and all or any of the real and personal property assets, present or future, or the uncalled capital of the Company and to issue at par, premium or discount and for such consideration and with such rights, powers, privileges as may be through fit debentures, mortgage debentures, stock payable to bearer or otherwise and either permanent or redeemable or further to secure any securities of the company by a trust deed or other assurance.
12. To make advance to any persons, concern or Company having dealings with the Company with or without security and upon such terms as the Company may approve.
13. To grant annuities, loans, advances, pensions, allowances, gratuities, bonuses to any employee or ex-employee or the relations, connections or dependents of any such persons and to establish or support associations, institution, clubs, school, funds, funds, schemes, and trusts (religious, scientific, educational, provident and otherwise) which may be considered and or calculated to benefit any such persons or otherwise advance the interest of the campaigner of its members and to establish or contribute to any scheme for the purchase by trustee of shares in the Company to be held for the benefit of the Company's employees and to formulate and carry to into effect any such scheme for sharing the profits of the Company with its employee or any of them and to subscribe or guarantee or guarantee money for charitable or benevolent objects or for any exhibition or useful objects or earmarks a portion of the profits and/or property of the Company or create a fund for any such objects or purpose.
14. To remunerate any person, concern or Company for services rendered in connection with the formation of the Company or the acquisition or disposal of the property by the Company for the conduct of its business.
15. To pay for any property, rights or privileges, acquired by the Company or for the services rendered or to be rendered in connection with the promotion of the business of the Company or for acquisition of any property for the Company or otherwise either wholly or partly in cash or in shares, bonds, debentures or other securities of the Company and to issue any shares either as fully paid up or with such amount credited as paid thereon, as may be agreed. upon and to charge any such bonds, debentures or other securities upon all or any part of the property of the Company. While doing so, the Company shall comply with all the requirements of law, for the time being in force.
16. To get insured all or any of the properties or obligations of the Company or whatsoever nature against any risk whatsoever.

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17. To create any depreciation fund, reserve fund, insurance fund, sinking fund, or any other special fund, whether for depreciation or repairs, replacement, improvements, extension or maintenance of any of the properties of the Company for redemption of debentures or redeemable preference shares or for any other purpose conducive to the interest of the Company.
18. To spend money in experimenting, developing, planning and testing and in improving any patents, rights, inventions, discoveries, Processes or information of the Company or which the Company may acquire or purpose to acquire.
19. To invest and deal with the money of the Company not immediately required in such manner as may from time to time seem expedient and be determined by the Company for pursuing the main objects of the Company.
20. To advance or lend money to and deposit securities and properties with the government and/or to receive loans may grants or deposits from the government for pursuing the main objects of the Company.
21. To make any loan and advances to any person, firm or Company on any terms, whatsoever which the Company may approve, provided that the Company shall not carry on the business of banking as defined under the banking regulation act, 1949 and the grant of such loan does not tantamount to carrying on banking business.
22. To set up joint ventures in anywhere in the world by providing know-how for such products or business, as the cases may be, being manufactured or carried on by the Company and to provide such know-how in consideration of money in lump sum or calculated on the sales or net profits of the joint venture or partly in one mode and partly in another and also to participate in the equity of any such joint ventures.
23. Subject to the provisions of section 78 of the companies act, 1956, to place to reserve or to distribute as dividend or bonus share among the members or otherwise to apply as the company may time to time think fit any money belonging to the Company including those received by way of premium on shares or debentures issued by the Company at a premium and any moneys received in respect of dividend accrued on forfeited shares and money arising the from the re-issue by the Company of forfeited shares or by appropriation of unclaimed dividends.
24. To enter any arrangement or agreement with the government or authorities supreme, municipal, local or otherwise that may seem conducive to the objects of the Company or any of them, and to obtain from any such government or authority any rights, concessions and privileges which the Company may think fit and desirable and to Carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
25. To pay all preliminary expenses of any Company promoted by the Company or any Company in which the Company is or may contemplate being interested, including such preliminary expenses and all or any part of the costs and expenses tom, owners of any business or property acquired by the Company.
26. To pay for any rights or property acquired by the company and to remunerate any person or Company for services rendered or to be rendered in placing or assisting to place or guaranteeing the placing or securities of the Company, or on about the formation or promotion of the Company or the conduct its business, whether by cash payments or by the allotments of shares, debentures or others securities of the Company, credited as paid up full or in part or otherwise.

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ASHISH SAKALKAR
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27. To pay out of the Company's funds the expenses incurred in connection with all the matters preliminary and incidental to the formation, promotion and incorporation of the Company and the costs, underwriting expenses, brokerage on issue of shares or debentures, incentives and expenses incurred in connection with all matter preliminary or incidental to the formation and incorporation of any Company which may be promoted by this Company and underwrite the shares or debentures issued by any such Company.
28. To establish, provide, maintain and conduct, or otherwise subsidise research laboratories and experiments, workshops for scientific and technical research and experiments and to undertake and carry on all scientific and technical investigations or inventions by providing subsidising, endowing or assisting laboratories, workshops, libraries, lectures, meetings, and conferences and by providing for the remuneration of scientific or technical professors or teachers and providing for the award of exhibitions, scholarships, prizes and grants to students or otherwise and generally to encourage, promote and reward studies, researches, investigations, 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.
29. To distribute among the members in specie or kind any property of the Company, or any proceeds of sale or disposal of any property of the Company, but so that no distribution amounting to reduction of capital shall be made, except with the sanction (if any) for the time being required by law and to capitalize its reserves.
30. To improve, manage, develop, exchange, let on lease, mortgage, dispose off turn to account, grant rights and privileges in respect of or otherwise deal with all or any part of the properties and rights of the Company on such terms as the Company shall determine, and to built on, improve, let on lease, advance money persons, construct buildings thereon or otherwise to develop the same.
31. To form, incorporate or join in the promotion of any Company or Company or companies whether Indian or foreign having amongst its or their objects the acquisition of all or any of the assets, rights, liabilities, or control, management or development of the Company or any other objects or objects which in the opinion of the company could or might directly or indirectly assist the Company in the management of its business or the development of its properties or otherwise prove advantageous to the Company incorporation and to remunerate any person or Company in any manner, it shall think fit, for services rendered to be rendered in obtaining subscription for or guaranteeing the subscriptions of or the placing of any bonds, debentures, obligations, or securities of any other Company held or owned by the Company or in which the Company may have the any interest or in or about the formation or the promotion of the Company or the conduct of its business in or about the promotion or formation or formation of any other Company in which the Company have an interest.
32. To enter partnership or any other individual arrangements for sharing profits, co-operation, joint ventures, reciprocal concession, license or otherwise with any person, firm, association, society or body corporate carrying or engaged in or about to carry or in engage in any business or transaction capable of being conduct so as directly to benefit the Company and to give any special rights nominate one or more person whether they be shareholders or not, to be directors of such Company.
33. To sublet any concession or license obtained or contracts entered into generally to sell the whole or any part, of the property and business of the Company for cash or shares whether fully paid up or not, debentures, or securities of another Company, or partly in cash or partly in such shares, debentures, or securities as are distributed in specie amongst the members or otherwise.
34. To contribute to provident fund and any other special or other funds whether directly or in directly relating to the business of the Company or not or for the welfare of its employee, and relatives of such employees.

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35. To assemble, export, import, buy sell, repair, overhaul and deal in plant, machinery and equipment used for manufacturing or processing of any of the goods.
36. To buy, lease or otherwise acquire or procure technical know-how and to sell, lease or otherwise provide technical know-how to others whether in India or outside in India.
37. To engage, employ, suspend and dismiss executives, engineers agent managers, superintendents, assistant, clerks, menials, coolies other Servants or Labourers and to remunerate any person at such rate as shall be through fit and grant bonus, compensations, Pensions or gratuity to any such Persons or to their widows or children and generally to provide for the welfare of all employees.
38. To establish schools or otherwise instruct the people in any of the business which the Company is entitled to deal in.
39. To undertake or execute any trust which may be of benefit to the business of the Company whether directly or indirectly.
40. To amalgamate with any other Company having objects altogether or in part similar to those of this Company, subject to provisions of the companies act.
41. To lease, let out on hire, mortgage, pledge otherwise dispose of the undertaking of the Company or any part thereof for such consideration as the Company may think fit, in particular for shares, debentures, or securities of any other Company having objects altogether or in part similar to those of this Company.
42. Subject to provisions of the companies Act, 2013 to make donation to Such persons or institutions and in such cases and either in cash or in other assets as may be thought directly or indirectly conducive to any of the Company's objects or otherwise assist or guarantee money for charitable, scientific, religious or benevolent, national, public or cultural educational or other institutions or objects or for any exhibition or for any public, general or other objects and to establish and support or aid in the establish and support of associations, institution, funds, funds, trust, and conveniences for the benefit of the employees or ex-employees (including directors) of the Company or the dependants, relatives of connections of such persons and in particularly friendly or other benefit societies and to grant pensions, allowances, gratuities and bonus, either by way of annual payments or a lump sum and to make payments towards, insurance and to form and contribute to provident and benefit funds of or for such persons.
43. To manage land and building, houses or any other property of the Company and to collect to rent and income and supply to tenants and occupiers all kind of convenience and advantages.
44. To aid pecuniary or otherwise any association, body or movement, having for an object the solution, settlement or surmounting of industrial or labour problems or troubles or the Promotion of trade or industry in any manner or whatsoever.
45. To apply the assets of the Company in any in or towards the establishments, maintenance or extension in any way connected with any particular industry, trade or business or with industry, trade or commerce generally including any association, institution or funds for the protection of the interest or masters, owners employers against losses resulting from the bad debts, strike, fire, accidents or otherwise or for the benefit of any officers, managers, foreman, clerks, workmen or others at any time employed by the Company or any of its predecessors in business or their families or dependants and whether in or not in a common with other persons or classes of persons and in particularly or friendly, co-operatives and other societies, and

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establish, maintain and run reading rooms, libraries, educational and charitable institutions, canteen, dining and recreation rooms, churches, places of worship, schools, dispensaries and hospitals and to grant gratuities, pensions and allowances and to contribute to any national or memorial fund or any other thing funds raised by public or local subscription for any purposes whatsoever.

46. To subscribe or contribute to otherwise to assist or money guarantee money for charitable, benevolent, religious, social, scientific, national, public, or any other institutions, objects or for exhibitions and to make authorised donations to such persons and in Such cases as the Company may think conducive to attainment of any of its objects or otherwise as seem expedient.
 47. To contribute to the funds of an association or to any individual or body or corporate which in the Opinion of the Company is advantageous to the Company.
 48. To procure the Company to be registered or recognized in any country or place outside in India.
 49. To enter into any arrangements, to take all necessary or Proper steps with government or with authorities Supreme, national, local, municipal or otherwise of any place in which the Company may have any interest and to carry on any negotiations or operations for the purpose of directly or indirectly carrying out the objects of the Company or affecting any modification in the constitution of the Company or furthering the interest of the members and to oppose any such steps taken by any Company, firm or person which may be considered likely, promotion, whether directly or indirectly, of any such legislation which may appear to be in the interest of the Company and to make representation against and resist, whether directly or indirectly, any legislation which may seem disadvantages to the Company and to obtain from any such government authority or any Company any charters, contracts, decrees, rights, grants loans, privileges or concession which the company may think fit or desirable to obtain and Carry out, exercise and comply with the same.
 50. To institute defend any suit, appeal, application for review or revision or any other application of any nature whatsoever, to takeout executions, to enter into agreement or reference to arbitration and to enforce and where need to be contest any award and for all such Purposes, to engage or retain counsels attorneys and agents and when necessary to remove them.
 51. To set up guest houses, hostels, schools, colleges, hospitals, nursing home, dispensaries, canteens, recreation centers, clubs, for labour and staff of the Company and permit use of the same by others whether connected with the company or not.
 52. To expand the company's activities by opening branches or by appointing agents in India or elsewhere.
4. The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the Shares held by them.
5. * The Authorised share capital of the company is Rs. 1,00,00,000/- (Rupees One Crore Only) divided into 10,00,000 (Ten Lakh) Equity Shares of Rs.10/- (Rupees Ten Only) each.

*The Authorised Share Capital is increased to Rs. 1,00,00,000/- vide Resolution passed by the Members of the Company at the Extra Ordinary General Meeting held on 26th March, 2022.

For ASSTON PHARMACEUTICALS PRIVATE LIMITED


ASHISH SAKALKAR
Director
DIN: 06601011



6. 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:

S.No.	Subscriber Details					
	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of shares taken		DSC	Dated
1	Ashish Narayan Sakalkar S/o Narayan Sakalkar C-402, Siddheshwar Palms Chs Kalyan Shil Road, Desai Naka Khidkali, Thane West, Kalyan- 421204. Occ: Business	06601011	5000	Equity	ASHISH NARAYAN SAKALKAR	13/04/19
2	Saill Jayaram More W/o: Jayaram More 201, Shree Sai Sparsh Chs, Plot No. 240, 5th Road, Sector-21, Nerul Node-3, Nerul, Navi Mumbai- 400706 Occ: Business	02691527	5000	Equity	SAILI JAYARAM MORE	13/04/19
Total Shares taken			10,000.00	Equity		

Signed before Me				
Name	Address, Description and Occupation	DIN/PAN/Passport Number/ Membership Number	DSC	Dated
FCS	SUSHIL PRAMOD TALATHI S/o. PRAMOD TALATHI OFFICE NO 9, BLDG NO 1, HEMA PARK CHS, V S MARG, BHANDUP EAST, MUMBAI 400042 OCC: PRACTICING COMPANY SECRETARY	8506	SUSHIL TALATHI	13/04/19

For ASSTON PHARMACEUTICALS PRIVATE LIMITED


ASHISH SAKALKAR
Director
DIN: 06601011

