

ARTICLES OF ASSOCIATION
OF
JUBILANT GENERICS LIMITED
(Incorporated under Companies Act,1956)

1. Unless the context otherwise requires, words or expressions contained in these Articles shall bear the same meaning as in the Companies Act, 2013 to the extent applicable or any statutory modification thereof in force at the date at which these Articles become binding on the Company. In these Articles, all capitalized items not defined herein below shall have the meanings assigned to them in the other parts of these Articles when defined for use.

I. DEFINITIONS AND INTERPRETATIONS

- (a) **The “ Act”** means the Companies Act, 2013, as now inacted or as amended from time to time, including any statutory re-enactment or modification or replacement thereof and includes the rules prescribed thereunder for the time being in force.
- (b) **These “Articles”** mean these Articles of Association as originally framed or as altered, from time to time by Special Resolution in the General Meeting of the Company.
- (c) **The “Company”** means **JUBILANT GENERICS LIMITED, a public company limited by shares incorporated under the Companies Act, 1956.**
- (d) **The “Board of Directors”** or **The “ Board”** or **“Directors”** means the Board of Directors of the Company collectively, as constituted from time to time, “Director” shall mean a director on the Board of the Company individually .
- (e) **The “Managing Director”** means the Managing Director for the time being of the Company.
- (f) **The “Manager”** means the Manager for the time being of the Company.
- (h) **“Month”** means calendar month according to the English style.
- (i) **“Memorandum of Association”** means the Memorandum of Association of the Company as originally framed, or as altered from time to time in pursuance of the Companies Act, 1956 and Companies Act, 2013.
- (j) **“Member”** means the duly registered holder for the time being of the share of the Company and in case of shares held in dematerialised form, such person whose name is entered as a beneficial owner in therecords of a depository.
- (k) **The “Secretary”** means the Company Secretary as appointed by the Board.
- (l) **The “Office”** means the Registered Office for the time being of the Company.
- (m) **The “Register”** means the Register of Members of the Company required to be kept under the provisions of the Act.

(n) **The “Registrar”** means the Registrar of Companies, as defined under section 2(75) of the Act.

(o) **“Dividend”** includes interim dividend.

(q) **“Seal”** means the Common Seal of the Company.

(r) **“Proxy”** includes Attorney duly constituted under a Power of Attorney.

“In Writing” and “Written” means written, typewritten, lithographed, stamped or printed or any other mode or modes of representing or reproducing words in a visible form or partly in one of the said forms and partly in another and when used in the context of any communication issued by or on behalf of the Company, includes e-mail or any other electronic mode.

Word importing singular number also includes the plural number and vice versa and words importing the masculine gender only include the feminine gender.

Notwithstanding anything contained in these Articles, any reference to a “Person” in these Articles shall, unless the context otherwise requires, be construed to include a reference to a body corporate or an association, any individual, company, partnership, joint venture, firm, trust or body of individuals (whether incorporated or not).

Applicability of Table F to the Company

2. Subject to anything to the contrary hereinafter provided, the regulations contained in Table ‘F’ in the Schedule I of the Companies Act, 2013 as amended from time to time, shall apply to the Company only to the extent that the same are not specifically provided for in these Articles of Association and are not inconsistent with any of the provisions contained in these Articles or modification thereof or are not expressly or by implication excluded from these Articles. The Articles of Association shall be subject to exercise of any statutory power of the Company with reference to the alteration of, or addition thereto by special resolution, as prescribed by the Act. . In case on any inconsistency of provisions contained in Table “F” in Schedule I to the Companies Act, 2013 and these Articles, the provisions of these Articles of Association will prevail subject to provisions of the Companies Act, 2013.

PUBLIC COMPANY

3. The Company is a public company as defined in Section 2(71) of the Act.

SHARE CAPITAL AND VARIATIONS OF RIGHTS

4. Share Capital of the Company shall be as per clause V of the Memorandum of Association of the Company. If the share capital of the Company consists of Preference Shares, the Company shall have right to issue and redeem the preference shares in accordance with the provisions of the Act. Subject to the provisions of the Act and these Articles, the shares in the capital of the Company shall be under the control of the Directors who may issue, allot or otherwise dispose of the same or any of them to such persons, in such proportion and on such terms and conditions and either at a premium or at par and at such time as they may from time to time think fit.
5. The Company may issue the following kinds of shares in accordance with these Articles, the Act, the Rules and other applicable laws:

- (a) Equity shares
 - (i) With voting rights; and/or
 - (ii) With differential rights as to dividend, voting or otherwise; and
 - (b) Preference shares.
6. (i) Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after incorporation, in case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or within such other period as the conditions of issue shall be provided,—
- (a) one certificate for all his shares without payment of any charges; or
 - (b) several certificates, each for one or more of his shares, upon payment of twenty rupees for each certificate after the first.
- (ii) Every certificate shall specify the shares to which it relates and the amount paid-up thereon and shall be signed by two directors or by a director and the company secretary, wherever the Company has appointed a company secretary and be under the seal, if any.
- (iii) In respect of any share or shares held jointly by several persons, the Company shall not be bound to issue more than one certificate, and delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to all such holders.
7. (i) If any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the Company, a new certificate may be issued in lieu thereof, and if any certificate is lost or destroyed then upon thereof to the satisfaction of the Company and on execution of such indemnity as the Company deem adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of twenty rupees for each certificate.
- (ii) The provisions of Articles (3) and (4) shall mutatis mutandis apply to debentures of the Company.
8. Except as required by law, no person shall be recognised by the Company as holding any share upon any trust, and the Company shall not be bound by, or be compelled in any way to recognise (even when having notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional part of a share, or (except only as by these regulations or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder.
9. (i) The Company may exercise the powers of paying commissions conferred by sub-section (6) of section 40, provided that the rate per cent or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that section and rules made thereunder.
- (ii) The rate or amount of the commission shall not exceed the rate or amount prescribed in rules made under sub-section (6) of section 40.

- (iii) The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other.
- 10. (i) If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of section 48, and whether or not the Company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class.
 - (ii) To every such separate meeting, the provisions of these regulations relating to general meetings shall mutatis mutandis apply, but so that the necessary quorum shall be at least two persons holding at least one-third of the issued shares of the class in question.
- 11. The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking *pari passu* therewith.
- 12. Subject to the provisions of section 55, any preference shares may, with the sanction of an ordinary resolution, be issued on the terms that they are to be redeemed on such terms and in such manner as the Company before the issue of the shares may, by special resolution, determine.

Buy back of shares

- 13. Notwithstanding anything contained in these Articles but subject to the provisions of Sections 68 to 70 of the Act and any other applicable provisions of the Act or any other law for the time being in force, the Company may purchase its own shares or other specified securities out of its free reserves or the securities premium account or the proceeds of any shares or other specified securities or by any other mode or manner and/or upon such terms and conditions and subject to such limits and such approvals as may be legally permissible.

Division of capital

- 14. (a) The Authorised Share Capital of the Company shall be of such amount as mentioned in Clause V of the Memorandum of Association. The Company may increase, re-classify, sub-divide or consolidate the authorized share capital subject to complying with requisite procedure laid down by law.
 - (b) The Company may issue the following kinds of shares in accordance with these Articles, the Act and other applicable laws:
 - (i) Equity Shares:
 - (a) with voting rights; and/or
 - (b) with differential rights as to dividend, voting or otherwise; and
 - (ii) Preference Shares

- (c) The preference shares forming part of the share capital of the Company shall have such rights and privileges attached thereto in respect of dividend and return of capital as shall be determined by the Company in general meeting prior to the issue of such shares.
- (d) Except as otherwise provided by the conditions of issue of the shares or by these Articles, any capital raised by creation of new shares shall be considered as part of the existing share capital and shall be subject to the provisions of these Articles and the Act with reference to payment of calls and installment(s), transfer, transmission, forfeiture, lien, surrender, voting rights and otherwise.
- (e) (i) If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of Section 48 of the Act, and whether or not the Company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class.

(ii) To every such separate meeting, the provisions of these Articles relating to general meetings shall mutatis mutandis apply.
- (f) The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking pari passu therewith.
- (g) Subject to the provisions of Section 63 of the Act, the Company may issue bonus shares to its members out of (i) its free reserves; (ii) the securities premium account; or (iii) the capital redemption reserve account, in any manner as the Board may deem fit.

Redeemable Preference Shares

- (h) Subject to the provisions of the Act and these Articles, the Company shall have power to issue Preference shares carrying a right to redemption out of profits which would otherwise be available for dividend or out of the proceeds of a fresh issue of shares made for the purpose of such redemption or liable to be redeemed at the option of the Company and the Board may exercise such power in such manner as it may think fit. The period of redemption of such preference shares shall not exceed the maximum period for redemption provided under the provisions of Section 55 of the Act.
- (i) The Board shall have the power to issue a part of the Authorised Capital by way of shares with differential rights as to dividend, voting or otherwise, at prices, premium, dividends, eligibility, volume, quantum, proportion and other terms and conditions as they deem fit, subject, however, to applicable legal provisions.
- (j) Subject to the provisions of section 55, any preference shares may, with the sanction of an ordinary resolution, be issued on the terms that they are to be redeemed on such terms and in such manner as the Company before the issue of the shares may, by special resolution, determine.

Allotment of new shares

- 15. Subject to the provisions of these Articles, the Board shall have powers to allot the shares to any person or otherwise dispose off the same, on such terms and conditions, at such times, either at par or at a premium, and for such consideration as the Board thinks fit. Provided that, where at any time (after the expiry of two years from the formation of the Company or at any time after the expiry of one year from the allotment of shares in the

Company made for the first time after its formation, whichever is earlier) it is proposed to increase the subscribed capital of the Company by the allotment of further shares, then, subject to the provisions of the Act or the applicable provisions of the Act, the Board shall issue such shares in accordance with the provisions of the Act. Allotment of shares, either wholly or partly paid up shall not be issued except with the sanction of the Company in general meeting by a special resolution and subject to the provisions of the Act. Provided that, option or right to call of any shares shall not be given to any person except with the sanction of the Company in general meeting.

Subject to the provisions of the Act, the Company shall have the power to make compromise or make arrangements with creditors and members, consolidate, demerge, amalgamate or merge with other company or companies in accordance with the provisions of the Act and any other applicable laws.

Return of allotments

16. As regards all allotment made from time to time the Company shall duly comply with Section 39 of the Companies Act, 2013 or other applicable provisions of the Act.

Restrictions on allotments

17. If the Company offers any of its shares to the public for subscription:-
 - (a) no allotment thereof shall be made, unless the amount stated in the prospectus as the minimum subscription has been subscribed, and the sum payable on application thereof has been paid to and received by the Company; whether in cash or by a cheque or other instrument which has been paid.
 - (b) the amount payable on application on each share, shall not be less than 5 per cent of the nominal amount of share; and
 - (c) If the Company proposes to commence business after filing a statement in lieu of prospectus, the Board shall not make any allotment of shares payable in cash unless Sections 70 and 149 of the Companies Act 1956 or other applicable provisions of the Act have been complied with.

Commissions and Brokerage

18. (i) The Company may exercise the powers of paying commission conferred by by sub-section (6) Section 40 of the Companies Act, 2013 or other applicable provisions of the Act. Provided that the rate per cent or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that section.
 - (ii) The rate or amount of the commission shall not exceed the rate or amount prescribed under sub- section (6) of Section 40 of the Act.
 - (iii) The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other. The Company may also on any issue of shares pay such brokerage as may be lawful.

Shares at a discount

19. Any debentures, debenture-stock or other securities may be issued at a discount, premium or otherwise, if permissible under the Act, and may be issued on the condition that they shall be convertible into shares of any denomination and with any privileges and conditions as to redemption, surrender, drawings and/ or allotment of shares. Debentures with the rights to conversion into or allotment of shares, either wholly or partly paid up shall not be issued

except with the sanction of the Company in general meeting by a special resolution and subject to the provisions of the Act.

Installments of share to be duly paid

20. If by the conditions of allotment of any shares, the whole or part of the amount or issue price thereof shall be payable by installment, every such installment shall, when due, be paid to the Company by the person who, for the time being, shall be the registered holder of the share or by his executor or administrator.

Liability of joint-holders of shares

21. If any share stands in the names of 2 (two) or more persons, the person first named in the Register of Members of the Company shall as regards voting at general meetings, service of notice and all or any matters connected with the Company, except the transfer of shares and any other matters herein otherwise provided, be deemed to be sole holder thereof but the joint-holders of a share shall be severally as well as jointly liable for the payment of all deposits, installments and calls due in respect of such share and for all incidents thereof according to the Company's Articles.

Trust not recognized

22. Except as required by law, no person shall be recognised by the Company as holding any share upon any trust, and the Company shall not be bound by, or be compelled in any way to recognise (even when having notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional part of a share, or (except only as by these Articles or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof as the registered holder.

Save as herein otherwise provided, the Company shall be entitled to treat the registered holder of any shares as the absolute owner thereof and accordingly shall not, except as ordered by a court of competent jurisdiction, or as by statute required be bound to recognize any equitable or other claim to or interest in such shares on the part of any other person.

Who may be registered

23. Shares may be registered in the name of any person, company or other body corporate. Not more than three persons shall be registered as joint holders of any shares.

Dematerialization of Securities

24. Notwithstanding anything contained in the Articles, the Company shall be entitled to dematerialize its shares, debentures and other securities and offer such shares, debentures and other securities in a dematerialized form pursuant to the Depositories Act.
25. Notwithstanding anything contained in the Articles, and subject to the provisions of the law for the time being in force, the Company shall on a request made by a beneficial owner, re-materialize the securities, which are in dematerialized form.
26. Every Person subscribing to the securities offered by the Company shall have the option to receive share certificates or to hold the security with a Depository. Where a Person opts to hold any security with the Depository, the Company shall intimate such Depository of details of allotment of the security to enable the Depository to enter in its records the name of such Person as the beneficial owner of such shares. Such a Person who is the beneficial owner of the security can at any time opt out of a Depository, if permitted by the law, in respect of any security in the manner provided by the Depositories Act and the Company shall in the manner and within the time prescribed, issue to the beneficial owner the required certificate of shares. In the case of transfer of shares or other marketable securities where the Company has not issued any certificates and where such shares or securities are being held in an electronic and fungible form, the provisions of the Depositories Act shall apply.

27. All shares held by a Depository shall be dematerialized and shall be in a fungible form.
28. Notwithstanding anything to the contrary contained in the Act or the Articles, a Depository shall be deemed to be the registered owner for the purposes of effecting any transfer of ownership of shares on behalf of the beneficial owner.
29. Save as otherwise provided in (a) above, the Depository as the registered owner of the securities shall not have any voting rights or any other rights in respect of shares held by it.
30. Every person holding shares of the Company and whose name is entered as the beneficial owner in the records of the Depository shall be deemed to be the owner of such shares and shall also be deemed to be a shareholder of the Company. The beneficial owner of the shares shall be entitled to all the rights and benefits and be subjected to all the liabilities in respect of his shares which are held by a Depository. The Company shall be further entitled to maintain a register of members with the details of members holding shares both in physical and dematerialized form in any medium as permitted by law including any form of electronic medium.
31. Notwithstanding anything contained in the Act or the Articles to the contrary, where securities are held in a Depository, the records of the beneficial ownership may be served by such Depository on the Company by means of electronic mode or by delivery of disks, drives or any other mode as prescribed by law from time to time.
32. Nothing contained in the Act or the Articles regarding the necessity to have distinctive numbers for securities issued by the Company shall apply to securities held with a Depository.

CERTIFICATES

Issue of Share Certificates

33. The Company shall cause to be kept a register of members in accordance with Section 88 of the Act. The Company shall be entitled to maintain in any country outside India a "foreign register" of members or debenture holders resident in that country.

Subject to the provisions, rules of the Act, share certificates shall be issued as follows:-

(a) The certificate to title to shares and duplicates thereof when necessary shall be issued under the seal of the Company which shall be affixed in the presence of (i) two directors or persons acting on behalf of the directors under a duly registered Power of Attorney, and (ii) the secretary or some other person appointed by the Board for the purpose. The two directors or their attorneys and the secretary or other person shall sign the share certificate. Provided that, if the composition of the Board permits of it, at least one of the aforesaid two directors shall be a person other than a managing or whole-time director.

Members' right to Certificate

(b) Every Person whose name is entered as a member in the register of members shall be entitled to receive:

- (i) one (1) or more certificates for all the shares of each class or denomination registered in his name, without payment of any charge; or
- (ii) several certificates, if the Board so approves, each for one (1) or more of such shares, and the Company shall complete and have ready for delivery such certificates within 2 (two) months from the date of allotment, unless the conditions of issue thereof otherwise provide, or within the prescribed time period as provided under the applicable law of the receipt of application of, transmission, sub-division, consolidation or renewal of any of its shares as the case may be.

Every member shall be entitled to have certificate in marketable lots free of charge for all the shares of each class registered in his name or, if any member so wishes, to several certificates each for one or more of such shares, but in respect of each additional certificate which does not comprise shares in lots or market units of trading, the Board may charge a fee of Rs. 2/- or such less sum as the Board may determine. Unless the conditions of issue of any shares otherwise provide, the Company shall either within three months after the date of allotment and on surrender to the Company of its letter of allotment or of its fractional coupons of requisite value (save in the case of issue against letters of acceptance or renunciation or in case of issue of bonus shares) or within two months of receipt of the application for registration of the transfer, subdivision, consolidation, renewal or exchange of any of its shares, as the case may be, complete and have ready for delivery, the certificates of such shares. Particulars of every certificate issued, the shares to which it relates and the amount paid up thereon shall be entered in the Register maintained in the form set out in above Rules or, in a form as near thereto as circumstances admit against the name of the person to whom it has been issued indicating the date of issue. In respect of any shares held jointly by several persons, the Company shall not be bound to issue more than one certificate and delivery of such certificate to the person whose name stands first in the Register of Members of the Company as one of the holders of such shares shall be sufficient delivery to all such joint holders thereof. The share certificates shall be signed by such persons as the Act may prescribe from time to time and as may be determined by the Board. Any member of the Company shall have the right to sub-divide, split or consolidate the total number of shares held by them in any manner and to request the Company to provide certificate(s) evidencing such sub-division, split or consolidation.

If any share stands in the names of 2 (two) or more persons, the person first named in the Register of Members of the Company shall as regards voting at general meetings, service of notice and all or any matters connected with the Company, except the transfer of shares and any other matters herein otherwise provided, be deemed to be sole holder thereof but joint holders of the shares shall be severally as well as jointly liable for the payment of all deposits, installments and calls due in respect of such shares and for all incidents thereof according to the Company's Articles.

Issue of new certificate

(c) If any certificate of any share or shares be surrendered to the Company for sub-division or consolidation or if any certificate be defaced, torn, decrepit or worn out or where the cages on the reverse for recording transfers have been duly utilised then, upon surrender thereof to the Company, the Board may order the same to be cancelled and may issue a new certificate in lieu thereof; and if any certificate be lost or destroyed, then upon proof thereof to the satisfaction of the Board, and on such indemnity as the Board thinks fit being given, a certificate in lieu thereof shall be given to the party entitled to the shares to which such lost or destroyed certificate shall relate. Where a certificate has been issued in place of a certificate which has been defaced, lost or destroyed, it shall state on the face of it and against the stub or counterfoil that it is issued in lieu of a share certificate or is a duplicate issued for the one so defaced, lost or destroyed, as the case may be, and in the case of certificate issued in place of one which has been lost or destroyed, the word 'duplicate' shall be stamped or punched in bold letters across the face thereof. For every certificate issued under this Article, there shall be paid to the Company such out of pocket expenses incurred by the Company in investigating evidence as the Board may determine.

The numbering of shares and the issuance of a certificate of shares/issuance of a duplicate certificate of shares, shall be as per the provisions laid down under Section 45 and 46 of the Act and other applicable provisions of law respectively. Where the shares are held in dematerialized form, the record of the relevant depository shall be prima facie evidence of the interest of the beneficial owner.

Fees on subdivision, consolidation of share, issue of new certificates etc.

- (d) No fee shall be charged for sub-division and consolidation of share and debenture certificate and for sub-division of letters of allotment and split, consolidation, renewal and pucca transfer receipts into denomination corresponding to the market units of trading; for subdivision of renounceable letters of right; for issue of new certificates in replacement of those which are old, decrepit or worn out, or where the cages on the reverse for recording transfers have been fully utilised. Provided that the Company may charge such fees as may be agreed by it with the Stock Exchange with which its shares may be enlisted for the time being for issue of new certificates in replacement of those that are torn, defaced, lost or destroyed and for subdivision and consolidation of share and debenture certificates and for subdivision of letters of allotment and split, consolidation, renewal, and pucca transfer receipts into denominations other than those fixed for the market units of trading.

Particulars of new certificates to be entered in the Register

- (e) Where a new share certificate has been issued in pursuance of paragraph (c) above, particulars of every such certificate shall also be entered in a Register of Renewed and Duplicate Certificates indicating against the name of the person to whom the certificate issued for the number and date of issue of the certificate in lieu of which the new certificate is issued and the necessary changes indicated in the Register by suitable cross-references in the 'Remarks' Column. All entries made in the Register or in the Register of Renewed and Duplicate Certificates shall be authenticated by the Secretary or such person as may be appointed by the Board for purposes of sealing and signing the share certificate under paragraph (a) hereof.

The numbering of shares and the issuance of a certificate of shares/issuance of a duplicate certificate of shares, shall be as per the provisions laid down under Section 45 and 46 of the Act and other applicable provisions of law respectively. Where the shares are held in dematerialized form, the record of the relevant depository shall be prima facie evidence of the interest of the beneficial owner.

Subject to the provisions of the Act and of the foregoing Articles, provisions relating to issue of certificates shall apply mutatis mutandis to issue of certificates for any other securities including debentures of the Company.

CALLS

34. The Board may, from time to time, subject to the terms on which any shares may have been issued and subject to the provisions of Section 49 of the Companies Act 2013 or other applicable provisions of the Act,, make such calls as the Board thinks fit upon the members in respect of all monies unpaid on their shares (whether on account of the nominal value of the shares or by way of premium) held by them respectively, and not by the conditions of allotment thereof made payable at fixed times and each member shall pay the amount of every call so made to him to the persons and at the times and places appointed by the Board. A call may be made payable by installments and shall be deemed to have been made when the resolution of the Board authorising such call was passed.

Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding call.

Each member shall, subject to receiving at least fourteen days' notice specifying the time or times and place of payment, pay to the Company, at the time or times and place so specified, the amount called on his shares.

The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof.

- (i) If a sum called in respect of a share is not paid before or on the day appointed for payment thereof, the person from whom the sum is due shall pay interest thereon from the day appointed for payment thereof to the time of actual payment at ten per cent per annum or at such lower rate, if any, as the Board may determine.
- (ii) The Board shall be at liberty to waive payment of any such interest wholly or in part.
- (iii) Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date, whether on account of the nominal value of the share or by way of premium, shall, for the purposes of these Articles, be deemed to be a call duly made and payable on the date on which by the terms of issue such sum becomes payable.
- (iv) In case of non-payment of such sum, all the relevant provisions of these Articles as to payment of interest and expenses, forfeiture or otherwise shall apply as if such sum had become payable by virtue of a call duly made and notified.

Restrictions on power to make calls and notice

- 35. In case of more than one call, no call shall be made payable within one month after the last preceding call was payable. Not less than one month's notice of any call shall be given specifying the time and place of payment and to whom such call shall be paid.

When interest on Call payable

- 36. a) If the sum payable in respect of any call or installment be not paid on or before the day appointed for payment thereof, the person from whom the sum is due shall pay interest at the rate of 12 percent per annum from the day appointed for the payment thereof to the time of the actual payment or at such lower rate (if any) as the Board may determine.
- (b) The Board shall be at liberty to waive payment of any such interest either wholly or in part.

Amount payable at fixed times or payable by installments as calls

- 37. If by the terms of issue of any share or otherwise any amount is made payable at any fixed time or by installments at fixed times, whether on account of the amount of the share or by way of premium, every such amount shall be payable as if it were a call duly made by the Board and of which due notice had been given and all the provisions herein contained in respect of calls shall relate to such amount or installment accordingly.

Evidence in actions by company against shareholders

- 38. On the trial or hearing of any action or suit brought by the Company against any shareholder or his representatives to recover any debt or money claimed to be due to the Company in respect of his share, it shall be sufficient to prove that the name of the dependent is, or was, when the claim arose, on the Register as a holder, or one of the holders of the number of shares in respect of which such claim is made, and that the amount claimed is not entered as paid in the books of the Company and it shall not be necessary to prove the appointment of the Board who made any call, nor that quorum was present at the board meeting, at which any call was made nor that the meeting at which any call was made duly convened or constituted, nor any other matter whatsoever, but the proof of the matters aforesaid shall be conclusive evidence of the debt.

Payment of calls in advance

39. The Board may, if it thinks fit, subject to the provision of the Act, agree to and receive from any member willing to advance the same, whole or any part of the money due upon the shares held by him

upon the amount so paid or satisfied in advance or so much thereof as from time to time exceeds the amount of the call then made upon the shares in respect of which such advance has been made, the company may pay interest at such rate, as the Board of Directors may decide, provided that money paid in advance of calls shall not confer a right to participate in profits or dividend. The Directors may at any time repay the amount so advanced. The members shall not be entitled to any voting rights in respect of the moneys so paid by them until the same would but for such payment, become payable.

upon all or any of the monies so advanced, may (until the same would, but for such advance, become presently payable) pay interest at such rate as may be advised by the Board, provided that the money paid in advance of calls on any share may carry interest but shall not confer a right to participate in profits or dividend; and

Revocation of call

40. A call may be revoked, extended or postponed at the discretion of the Board.

FORFEITURE AND LIEN

If call or installment not paid, notice may be given

41. If any member fails to pay any call or installment of a call, on the day appointed for payment thereof, the Board may at any time thereafter during such time as the call or installment remains unpaid, serve a notice on him requiring him payment of so much of the call or installment as is unpaid, together with any interest that may have accrued and all the expenses that may have been incurred by the Company by reason of such non-payment.

Form of notice

42. The notice aforesaid shall –
- (a) name a further day (not being earlier than the expiry of fourteen days from the date of service of the notice) on or before which the payment required by the notice is to be made; and
 - (b) state that, in the event of non-payment on or before the day so named, the shares in respect of which the call was made shall be liable to be forfeited.

If notice not complied with, shares may be forfeited

43. If the requirements of any such notice as aforesaid are not complied with, any share in respect of which the notice has been given may, at any time thereafter, before the payment required by the notice has been made, be forfeited, by a resolution of the Board to that effect.

Notice after forfeiture

44. When any shares have been so forfeited, notice of the resolution shall be given to the member in whose name it stood immediately prior to the forfeiture and entry of the forfeiture, with the date thereof, shall forthwith be made in the Register, but no forfeiture shall be in any manner invalidated by any omission or neglect to give such notice or to make such entry as aforesaid.

Forfeited share to become property of the Company

45. Any share so forfeited shall be deemed to be the property of the Company and the Board may sell, re-allot, or otherwise dispose of the same in such manner as it thinks fit.

Power to annul forfeiture

46. (i). A forfeited share may be sold or otherwise disposed of on such terms and in such manner as the Board thinks fit.
- (ii). At any time before a sale or disposal as aforesaid, the Board may cancel the forfeiture on such terms as it thinks fit.

Liability on forfeiture

47. (i) A person whose share has been forfeited shall cease to be a member in respect of the forfeited share, but shall notwithstanding the forfeiture, remain liable to pay to the Company all monies which, at the date of forfeiture, were presently payable by him to the Company in respect of the shares.
- (ii). The liability of such person shall cease if and when the Company shall have received payment in full of all such monies in respect of the shares. Evidence of forfeiture
48. (i) A duly verified declaration in writing that the declarant is a Director, Manager or Secretary of the Company and that certain shares in the Company have been duly forfeited on a date stated in the declaration shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the shares
- (ii) The Company may receive the consideration, if any, given for the share on any sale or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of;
- (iii) The transferee shall thereupon be registered as the holder of the share; and
- (iv) The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or disposal of the share. **Forfeiture provisions to apply to non-payment in terms of issue.**
49. The provisions of these Articles as to forfeiture shall apply in the case of nonpayment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, whether on account of the nominal value of a share or by way of premium, as if the same had been payable by virtue of a call duly made or notified.

Company's lien on shares

50. The Company shall have a first and paramount lien
- i. on every share (not being a fully paid-up share) registered in the name of each member or holder, as the case may be, (whether solely or jointly with others) to the extent of monies called or payable in respect thereof, and upon the proceeds of sale thereof for all monies (whether presently payable or not) called, or payable at a fixed time, in respect of such share;
 - ii. on all shares (not being fully paid shares) standing registered in the name of a single person (whether solely or jointly with others), for all money presently payable by him or his estate to the Company; and

Provided that the Board may at any time declare any shares wholly or in part to be exempt from the provisions of this Article. Unless otherwise agreed, the registration of a transfer of such shares shall operate as a waiver of the Company's lien if any, on such shares.

- iii. The Company's lien, if any, on a share shall extend to all dividends payable and bonuses declared from time to time in respect of such shares.

Enforcing lien by sale

- 51. (i) The Company may sell, in such manner as the Board thinks fit, any shares on which the Company has a lien:-

Provided that no sale shall be made:

- a. unless a sum in respect of which the lien exists is presently payable; or
- b. until the expiration of fourteen days after a notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder for the time being of the share or the person entitled thereto by reason of his death or insolvency.

(ii) Unless otherwise agreed, the registration of a transfer of shares or debentures shall operate as a waiver of the Company's lien, if any, on such shares or debentures.

Application of proceeds of sale

- 52. (i) The proceeds of the sale shall be received by the Company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable.

(ii) The residue, if any, shall, (subject to a like lien for sums not presently payable as existed upon the shares before the sale), be paid to the person entitled to the shares at the date of the sale.

(iii) A member shall not exercise any voting rights in respect of the shares in regard to which the Company has exercised the right of Lien.

Validity of sales in exercise of lien and after forfeiture

- 53. (i) To give effect to any such sale as set forth in Article mentioned above, the Board may authorize some person to transfer the shares sold to the purchaser thereof;

(ii) The purchaser shall be registered as the holder of the shares comprised in any such transfer;

(iii) The purchaser shall not be bound to see to the application of the purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale;

Board may issue new certificates

- 54. Where any share under the powers in that behalf herein contained is sold by the Board and the certificate in respect thereof has not been delivered to the Company by the former holder of such share, the Board may issue a new certificate for such share distinguishing it in such manner as it may think fit, from the certificate not so delivered up.

TRANSFER AND TRANSMISSION

Transfer of shares

55.

- (i) The instrument of transfer of any share in the Company shall be executed by or on behalf of both the transferor and transferee.

- (ii) The instrument of transfer shall be in writing and all provisions of Section 56 of the Act and statutory modification thereof for the time being in force shall be duly complied with in respect of all transfers of shares and registration thereof.
 - (iii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the Register of Members in respect thereof.
 - (iv) The registration of a transfer shall be conclusive evidence of the approval of the Board of the transferee.
56. The Board may, subject to the right of appeal conferred by Section 58 of the Act decline to register-
- (a) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or
 - (b) any transfer of shares on which the Company has a lien.

Provided that the registration of transfer shall not be refused on the ground of the transferor being either alone or jointly with any other person or persons being indebted to the Company in any manner.

57. In case of shares held in physical form, the Board may decline to recognize any instrument of transfer unless:-
- a) the instrument of transfer is in the form as prescribed in sub-section (1) of Section 56 of the Act and the said form is to be used as a common form for transfer of shares;
 - b) the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer; and
 - c) the instrument of transfer is in respect of only one class of shares.
58. Subject to the provisions of the Act, these Articles and any other applicable law for the time being in force, the Directors may, at their own discretion and by giving reasons, decline to register or acknowledge any transfer of Shares whether fully paid or not and the right of refusal, shall not be affected by the circumstances that the proposed transferee is already a member of the Company but in such cases, the Directors shall within 15 (fifteen) days from the date on which the instrument of transfer was lodged with the Company, send to the transferee and the transferor a notice of the refusal to register such transfer provided that registration of transfer shall not be refused on the ground of the transferor being either alone or jointly with any other person or persons indebted to the Company on any account whatsoever except when the Company has a lien on the shares.
59. On giving not less than 7 (seven) days' previous notice in accordance with Section 91 of the Act, the registration of transfers may be suspended at such times and for such periods as the Board may from time to time determine:

Provided that such registration shall not be suspended for more than thirty days at any one time or for more than forty-five days in the aggregate in any year.

60. (i) No fee shall be charged for registration of transfer, transmission, probate, succession certificate and letters of administration, certificate of death or marriage, power of attorney or similar other document.
- (ii) Subject to the provisions of the Act and the foregoing Articles, the provisions relating to transfer shall apply mutatis mutandis to transfer for any other security including debentures of the Company.

Transmission of Registered shares

61. (i) On the death(s) of a member, the survivor(s) where the member was a joint holder, and his nominee or legal representative(s) or administrator(s), where he was a sole or any surviving holder, shall be the only persons recognised by the Company as having any title to his interest in the shares.

(ii) Nothing in clause (i) shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons. Before recognizing any executor or Administrator, the Board may require him to obtain a grant of Probate or Letter of Administration or other legal representation, as the case may be, from a competent Court in India and having effect in the town where the office of the Company is situated; Provided nevertheless that in any case where the Board in its absolute discretion thinks fit, it shall be lawful for the Board to dispense with the production of Probate or Letter of Administration or such other legal representation upon such terms as to indemnity or otherwise as the Board, in its absolute discretion may consider adequate.

As to transfer of share of insane, deceased, or bankrupt members

62. Any committee or guardian of a lunatic (which term shall include one who is an idiot or non compos mentis) or any person becoming entitled to or to transfer a share in consequence of the death or bankruptcy or of insolvency of any member upon producing such evidence that he sustains the character in respect of which he proposes to act under this Article or of his title as the Board thinks sufficient, may with the consent of the Board (which the Board shall not be bound to give), be registered as a member in respect of such share, or may, subject to the regulations as to transfer hereinbefore contained, transfer such share. This Article is hereinafter referred to as "The Transmission Article".

Election under the Transmission

63. (a) If the person so becoming entitled shall elect to be registered as holder of the share himself, he shall deliver or send to the Company a notice in writing signed by him stating that he so elects.
- (b) If the person aforesaid shall elect to have another person registered transfer the share, he shall testify his election by executing an instrument of transfer of the share in accordance with the provisions of these Articles relating to transfer of shares.
- (c) All the limitations, restrictions and provisions of these Articles relating to the right to transfer and the registration of instruments of transfer of a share shall be applicable to any such notice or transfer as aforesaid as if the death of the member had not occurred and the notice of transfer were a transfer signed by that member.

Rights of person entitled to share under the Transmission Article

- (d) A person so becoming entitled these articles to a share by reason of the death, or insolvency of the holders shall, be entitled to the same dividends and other advantages as he would be entitled to if he were the registered holder of the share except that no such person shall before being registered as a member in respect of the share, be entitled to exercise in respect thereof any right conferred by membership in relation to meetings of the company. Provided that the Board may at any time give notice requiring any such person to elect either to be registered himself or to transfer the share, and if the notice is not complied with within ninety days, the Board may thereafter withhold payment of all dividends, bonuses or other moneys payable in respect of the share, until the requirements of the notice have been complied with.
64. (i) No fee shall be payable to the Company, in respect of the registration of transmission of shares, or for registration of any power of attorney, probate, letters of administration and succession certificate, certificate of death or marriage or other similar document(s), sub

division and/or consolidation of shares and debentures and sub-divisions of letters of allotment, renounceable letters of right and split, consolidation, renewal and genuine transfer receipts into denomination corresponding to the market unit of trading.

(ii) Subject to the provisions of the Act and the foregoing Articles, the provisions relating to transmission shall apply mutatis mutandis to transmission of any other security including debentures of the Company.

INCREASE AND REDUCTION OF CAPITAL

Power to increase Capital

65. The Company in general meeting may, from time to time by Ordinary Resolution, increase its share capital by the creation of new shares of such amount as it may think expedient. Subject to the provisions of the Act the new shares shall be issued on such terms and conditions and with such rights and privileges annexed thereto, as the General Meeting resolving upon the creation thereof shall direct.

Conditions on which new shares may be issued

66. Subject to the provisions of any special rights or privileges for the time being attached to any issued shares, the new shares may be issued upon such terms and conditions and with such rights and privileges attached thereto as may be decided by the Company in general meeting.

Provisions relating to the issue

67. Before the issue of any new shares, the Company in general meeting may make provision as to the allotment and issue of the new shares, and in particular may determine to whom the same shall be offered in the first instance and whether at par or at a premium or, subject to the provisions of the Act or other applicable provisions of the Act, at a discount, in default of any such provisions, or so far as the same shall not extend, the new shares may be issued.

New shares to rank pari-passu with existing shares

68. Except so far as otherwise provided by the conditions of issue or by these presents, any capital raised by the creation of new shares shall rank pari-passu with existing shares and shall be subject to the provisions herein contained with reference to the payment of dividends, calls and installments, transfer and transmission, forfeiture, lien surrender and otherwise.

Inequality in number of new shares

69. If, owing to any inequality in the number of new shares to be issued and the number of shares held by members entitled to have the offer of such new shares, any difficulty arises in the apportionment of such new shares or any of them amongst the members, such difficulty shall, in the absence of any direction in the resolution creating the shares, by the Company in general meeting, be determined by the Directors.

Reduction of capital etc.

70. Subject to the provisions of the Act, the Company may, by special resolution, reduce:-
- (a) its share capital,
 - (b) any capital redemption reserve Account, or
 - (c) any shares premium account

ALTERATION OF CAPITAL

Power to sub-divide and consolidate shares

71. Subject to the provisions of the Act and rules made thereunder the Company may, from time to time, increase the share capital by such sum, to be divided into shares of such amount, as may be decided by the Board.

Subject to the provisions of Section 61, the Company may, –

- (a) consolidate and divide all or any of its share capital into shares of larger amount than its existing shares.

Provided that no consolidation and division which results in changes in the voting percentage of shareholders shall take effect unless it is approved by the Tribunal on an application made in the prescribed manner.

convert all or any of its fully paid-up shares into stock, and reconvert that stock into fully paid- up shares of any denomination;

- (b) Sub-divide its existing shares or any of them into shares of smaller amount than fixed by the Memorandum so how-ever, that in the subdivision the proportion between the amount paid and the amount, if any, unpaid on each reduced shares shall be the same as it was in the case of the share from which the reduced share is derived;
- (c) Cancel any shares which at the date of passing of the resolution, have not been taken or agreed to be taken by any person and diminish the amount of its share capital by the amount of the shares so cancelled.

Sub-division into Preference and Equity

- (d) re-classify any or part of un-issued equity shares into preference shares and/or vice versa

MODIFICATION OF RIGHTS

Power to modify rights

72. Subject to the provisions of the Act, if at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of the class) may, whether or not the Company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of Special Resolution passed at a Separate General Meeting of the holders of the shares of that class. To every such Separate General meeting, the provisions of these Articles relating to general meetings shall apply.

BORROWING POWERS

Power to borrow

73. Subject to the provisions of the Act, to borrow or raise money, with or without security from Financial Institutions, Banks, Financial Corporations, and from any person or persons and other sources, or to receive money on deposit or loan at interest or otherwise in such manner as the Company may think fit and in particular by the issue of debentures, perpetual or otherwise and convertible into shares of this or any other company, convertible Bonds and to secure the repayment of any such money borrowed, raised or received or owing by the mortgage, pledge, charge or lien upon all or any of the property, assets or revenue of the

Company (both present and future) including its uncalled Capital and to borrow unsecured loans/deposits and to give the lenders or creditors the power of sale and other powers as may seem expedient and to purchase, redeem or pay off any such securities and also by similar mortgage, charge or lien to secure and guarantee the performance by the Company or any other person, firm or company of any obligation undertaken by the Company or any person, firm or company, as the case may be.

74. The Board shall not except with the consent of the Company by way of a Special Resolution, borrow moneys where the moneys to be borrowed together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) exceeds the aggregate of paid up capital of the Company, its free reserves and securities premium.
75. Subject to the Act and the provisions of these Articles, any bonds, debentures, debenture-stock or other securities issued or to be issued by the Company shall be under the control of the Board, who may issue them upon such terms and conditions and in such manner and for such consideration as the Board shall consider to be for the benefit of the Company.

Instrument of transfer

76. The instrument of transfer of any share in the Company shall be executed by or on behalf of both the transferor and transferee.
 - (ii) The instrument of transfer shall be in writing and all provisions of Section 56 of the Act and statutory modification thereof for the time being in force shall be duly complied with in respect of all transfers of shares and registration thereof.
 - (iii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the Register of Members in respect thereof.
 - (iv) The registration of a transfer shall be conclusive evidence of the approval of the Board of the transferee.
77. The Board may, subject to the right of appeal conferred by Section 58 of the Act decline to register-
 - (a) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or
 - (b) any transfer of shares on which the Company has a lien.

Provided that the registration of transfer shall not be refused on the ground of the transferor being either alone or jointly with any other person or persons being indebted to the Company in any manner.

78. In case of shares held in physical form, the Board may decline to recognize any instrument of transfer unless:-
 - (c) the instrument of transfer is in the form as prescribed in sub-section (1) of Section 56 of the Act and the said form is to be used as a common form for transfer of shares;
 - (d) the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer; and
 - (e) the instrument of transfer is in respect of only one class of shares.
79. Subject to the provisions of the Act, these Articles and any other applicable law for the time being in force, the Directors may, at their own discretion and by giving reasons, decline to register or acknowledge any transfer of Shares whether fully paid or not and the right of refusal, shall not be affected by the circumstances that the proposed transferee is already a member of the Company but in such cases, the Directors shall within 15 (fifteen) days from

the date on which the instrument of transfer was lodged with the Company, send to the transferee and the transferor a notice of the refusal to register such transfer provided that registration of transfer shall not be refused on the ground of the transferor being either alone or jointly with any other person or persons indebted to the Company on any account whatsoever except when the Company has a lien on the shares.

When Annual General Meetings to be held

80. An Annual General Meeting shall be held in each calendar year within the timeline prescribed under the applicable law. Not more than 15 months shall elapse between the date of one annual general meeting of the Company and that of the next. Nothing contained in the foregoing provisions shall be taken as affecting the right conferred upon the Registrar of Companies under the provisions of Section 96 of the Act to extend the time within which any Annual General Meeting may be held. Every Annual General Meeting shall be called during business hours on a day that is not a national holiday, and shall be held either at the Registered Office or at such other place within the city in which the Registered Office of the Company is situate, as the Board may determine.
81. All general meetings other than the Annual General Meeting shall be called Extraordinary General Meeting.
82. (i) The Board may, whenever it thinks fit, call an Extraordinary General Meeting.
 - (ii) If at any time Directors capable of acting who are sufficient in number to form a quorum are not within India, any director or any two members of the Company may call an Extraordinary General Meeting in the same manner, as nearly as possible, as that in which such a meeting may be called by the Board.
 - (iii) The Board shall on the requisition of such number of member or members of the Company as is specified in Section 100 of the Act, forthwith proceed to call an extraordinary general meeting of the Company and in respect of any such requisition and of any meeting to be called pursuant thereto, all other provisions of Section 100 of the Act shall for the time being apply.
83. A general meeting of the Company may be convened by giving not less than clear 21 days' notice either in writing or through electronic mode in such manner as prescribed under the Act, provided that a general meeting may be called after giving a shorter notice if consent is given in writing or by electronic mode by not less than 95% of the members entitled to vote at such meeting. Notice of every general meeting shall be given to the members and to such other person or persons as required by and in accordance with Section 101 and 102 of the Act and it shall be served in the manner authorized by Section 20 of the Act.
84. Any accidental omission to give notice to a Member, or the non-receipt of notice of a Meeting by any Member or other Person entitled to receive such notice shall not invalidate the proceedings of the Meeting.
85. Subject to the provisions of the Act, the Company may in respect of any item of business, other than ordinary business, transact such business by means of Postal Ballot, instead of transacting the same at a General Meeting of the Company. If a resolution is approved by the requisite majority of Members by means of Postal Ballot, it shall be deemed to have been duly passed at a General Meeting convened in that behalf

PROCEEDINGS AT GENERAL MEETING

86. (i) No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business.
 - (ii) Save as otherwise provided herein, the quorum for the General Meetings shall be as provided in Section 103 of the Act.
87. The chairperson, if any, of the Board shall preside as chairperson at every general meeting of the Company.

88. If there is no such chairperson, or if he is not present within fifteen minutes after the time appointed for holding the meeting or is unwilling to act as chairperson of the meeting, the Directors present shall elect one of themselves to be the chairperson of the meeting.
89. If at any meeting, no director is willing to act as the chairperson or if no director is present within 15 minutes after the time appointed for holding the meeting, the members present shall choose one of themselves to be the chairperson of the meeting.

Quorum at General Meeting

90. No business shall be transacted at any general meeting unless a quorum as prescribed under the Act is present in person at the time when the meeting proceeds to business. A body corporate being a Member shall be deemed to be personally present if it is represented in accordance with Section 113 of the Companies Act, 2013 or other applicable provisions of the Act.

Resolution to be passed by Company in general meeting

91. Any act or resolution which under the provisions of these Articles or of the Act, is permitted or required to be done or passed by the Company in general meeting shall be sufficiently so done or passed if effected by an Ordinary Resolution as defined in Section 114 (1) of the Companies Act, 2013 or other applicable provisions of the Act unless either the Act or these Articles specifically require such act to be done or resolution passed by a Special Resolution as defined in Section 114(2) of the Companies Act, 2013 or other applicable provisions of the Act.

Chairman of General Meeting

92. The Chairman of the Board, if any, shall be entitled to take the chair at every general meeting. If there be no such Chairman of the Board, or if at any meeting he shall not be present within fifteen minutes after the time appointed for holding such meeting, or is unwilling to act, then the members present shall choose another Director as Chairman, and if no Director be present, or if all the Directors present decline to take the chair, then the members present shall, on a show of hands or on a poll if properly demanded, elect any of member, being entitled to vote, to be chairman.

Quorum not present - meeting to be dissolved or adjourned

93. If within half-an-hour from the time appointed for the meeting, a quorum be not present, the meeting, if convened upon the requisition of members, shall stand dissolved, but in any other case the meeting shall stand adjourned to the same day in the next week, at the same time and place, or to such other day and at such time and place as the Board may by notice appoint and if at such adjourned meeting a quorum be not present, those members who are present and not being less than two, shall be a quorum and may transact the business for which the meeting was called.

Questions to be decided at meetings

94. Every question submitted to a meeting shall be decided, in the first instance by a show of hands, and in case of an equality of votes, both on a show of hands and on a poll, the Chairman of the meeting shall have a casting vote in addition to the vote to which he may be entitled as a member.

Evidence of the passing of a resolution where Poll is demanded

95. At any general meeting, unless a poll is (before or on the declaration of the result of the show of hands) demanded by the Chairman of his own motion, or by at least five members having the right to vote on the resolution in question and present in person or by proxy and having not less than one tenth of the total voting power in respect of such resolution, or by any member or members present in person or by proxy and holding shares in the Company

conferring a right to vote on such resolution, being shares on which an aggregate sum has been paid up which is not less than one tenth of the total sum paid up on all the shares conferring that right or shares on which an aggregate sum of not less than Rs. 50,000 has been paid up, a declaration by the Chairman that the resolution has or has not been carried, either unanimously, or by a particular majority, and an entry to that effect in the book containing the minutes of the proceedings of the Company shall be conclusive evidence of the fact, without proof of the number or proportion of the votes cast in favour of, or against the resolution.

Poll

96. (a) If a poll be demanded as aforesaid, it shall be taken forthwith on a question of adjournment or election of a Chairman and in any other case in such manner and at such time, not being later than forty eight hours from the time when the demand was made, and at such place as the Chairman of the meeting directs, and subject as aforesaid, either at once or after an interval or adjournment or otherwise, and the result of the poll shall be deemed to be the decision of the meeting on the resolution on which the poll was demanded.
- (b) The demand for a poll may be withdrawn at any time by the person or persons who made the demand.
- (c) Where a poll is to be taken, the Chairman of the meeting shall appoint two scrutinizers, at least one of whom shall be a member (not being an officer or employee of the Company) present at the meeting, provided such a member is available and willing to be appointed, to scrutinize the votes given on the poll and to report to him thereon.
- (d) On a poll, a member entitled to more than one vote, or his proxy or other person, entitled to vote for him as the case may be, need not, if he votes, use all his votes, or cast in the same way all the votes he uses.
- (e) The demand for a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which the poll has been demanded.

Power to adjourn general meetings

97. (a) The Chairman of a general meeting may with the consent of any meeting at which a quorum is present and shall, if so directed by the meeting, adjourn the same from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- (b) When a meeting is adjourned for 30 days or more, notice of the adjourned meeting shall be given in the same manner as in the case of an original meeting but otherwise, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

VOTE OF MEMBERS

98. (a) Save as hereinafter provided, on a show of hands, every member present in person and being a holder of Equity Shares shall have one vote..
- (b) Save as hereinafter provided, on a poll the voting rights of a holder of Equity Share shall be as specified provisions in the Act or other applicable provisions of the Act..
- (c) The holders of Preference Shares shall not be entitled to vote at general meetings of the Company except;

- (i) on any resolution placed before the Company at a general meeting at the date on which the dividend due or any part thereof remains unpaid in respect of an aggregate period of not less than two years preceding the date of commencement of such meeting whether or not such dividend has been declared by the Company, or
- (ii) on any resolution placed before the Company at a general meeting which directly affects the rights attached to the Preference Shares and for this purpose any resolution for the winding up of the Company or for the repayment or deduction of its share capital shall be deemed to affect the rights attached to such shares.

Where the holder of any Preference Shares has right to vote on any resolution in accordance with the provisions of this Article, his voting right on a poll as such holder shall, subject to any Statutory provisions for the time being applicable, be in the same proportion as the capital paid up on the Preference Shares bears to the total paid up Equity Share Capital of the Company for the time being as defined in applicable section under the act or other applicable provisions of the Act.

- (d) No Company or body corporate shall vote by proxy unless a resolution of its board of directors under the provisions of Section 113 of the Companies Act, 2013 or other applicable provisions of the Act is in force and the representative named in such resolution is present at the general meeting at which the vote by proxy is tendered.

Voting by unsound minded and minor members

- 99. If any member be a lunatic, idiot or of unsound mind, he may vote whether on a show of hands or at a poll by his committee, legal guardian and such last mentioned persons may give their votes by proxy provided that forty eight hours at least before the time of holding the meeting or adjourned meeting as the case may be, at which any such person proposes to vote, he shall satisfy the Board of his right under the Transmission Article to the shares in respect of which he proposes to exercise his right under this Article, unless the Board shall have previously admitted his right to vote at such meeting in respect thereof.

Vote for joint holders

- 100. Where there are joint-holders of any share, any of such persons may vote at any meeting either personally or by proxy in respect of such share as if he were solely entitled thereto; and if more than one of such joint-holders be present at any meeting either personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such share alone shall be entitled to vote thereof. Several executors or administrators of the deceased member in whose name any share is registered shall for the purposes of this Article be deemed joint-holders thereof.

Proxies Permitted

- 101. On a poll votes may be given either personally or by proxy, or, in the case of a body corporate, by a representative duly authorised as aforesaid.

Proxy may be general or special

- 102. (a) The instrument appointing a proxy shall be in writing under the hand of the appointor or of his Attorney duly authorised in writing or if such appointor is a body corporate be under its common seal or the hand of its officer or Attorney duly authorised. A proxy who is appointed for a specified meeting only shall be called a Special Proxy. Any other Proxy shall be called a General Proxy.
- (b) A person may be appointed a proxy though he is not a member of the Company and every notice convening a meeting of the Company shall state this and that member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on his behalf.

Instrument appointing a proxy to be deposited at Office

103. The instrument appointing a proxy and the Power of Attorney or other authority (if any) under which it is signed, or a notarially certified copy of that power or authority shall be deposited at the Office not less than forty eight hours before the time for holding the meeting at which the person named in the instruments purports to vote in respect thereof and in default the instrument of proxy shall not be treated as valid.

Vote by proxy valid though authority revoked

104. A vote given in accordance with the terms of an instrument appointing a proxy shall be valid notwithstanding the previous death or insanity of the principal, or revocation of the instrument, or transfer of the share in respect of which the vote is given, provided no intimation in writing of the death, insanity revocation or transfer of the share shall have been received by the Company at the office before the vote given; Provided nevertheless that the Chairman of any meeting shall be entitled to require such evidence as he may in his discretion think fit of the due execution or an instrument of proxy and that same has not been revoked.

Form of instrument appointing a Special Proxy

105. Every instrument appointing a Special Proxy shall be retained by the Company and shall, as nearly as circumstances will admit, be in the form or to the effect following:-

JUBILANT GENERICS LIMITED

I/We _____ of _____

being a member of JUBILANT GENERICS LIMITED, hereby

appoint _____ of _____

(or failing him _____ of _____

or failing him _____ of _____

as my/our proxy to attend the vote for me/us and on my/our behalf at the Annual or Extraordinary (as the case may be) General Meeting of the Company to be held on _____ the day of _____ and at any adjournment thereof. As witness my/our hands this _____ day of _____ signed by the said.

Provided always that an instrument appointing a Special Proxy may be in any such forms as may be prescribed under the Act.

Restrictions on voting

106. .No member shall be entitled to exercise any voting rights either personally or by proxy at any meeting of the Company in respect of any shares registered in his name on which any calls or other sums presently payable by him have not been paid or with regard to which the Company has exercised any right of lien.
107. (a)Any objection as to admission or rejection of a vote, either on a show of hands or, on a poll made in due time, shall be referred to the Chairman who shall forthwith determine the same, and such determination made in good faith shall be final and conclusive.
(b)No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered or every vote not disallowed at such meeting shall be valid for all purpose.

DIRECTORS

Number of Directors

108. (i) Subject to the provisions of the Act, the number of Directors shall not be less than 3 (three) nor more than 15 (fifteen), provided that the Company may appoint more than 15 (fifteen) directors if so determined by a Special Resolution. The Company shall have at the minimum such number of independent Directors on the Board of the Company, as may be required in terms of the provisions of applicable law.
- (ii) Not less than two-thirds of the total number of Directors shall be persons whose period of office is liable to determination by retirement of directors by rotation.

The persons hereinafter named shall become and be the First Directors of the Company:

- i) Mr. Shyam Sunder Bhartia
- ii) Mr. Rajagopal Sankaraiah
- iii) Mr. Shanker Iyer

Power of Board to add to its number

109. Subject to the provisions of the Act, the Board shall have power at any time, and from time to time, to appoint any other person as an Additional or Alternate Director provided that the number of the Directors and Additional Directors together, shall not at any time exceed the maximum number fixed as above and any person so appointed as an Additional Director shall retain his office only up to the date of the next Annual General Meeting or last date on which the Annual General Meeting should have been held, whichever is earlier, but shall then be eligible for re-appointment as Director of the Company. Any person so appointed as Alternate Director shall not hold office for a period longer than that permissible to the original director and shall vacate the office if and when the original director returns to India..

Share qualification

110. A Director shall not be required to hold any qualification shares in the Company.

Nomination of Director by Financial institutions and debenture holders

111. (i) In the event of the Company borrowing any money from any financial corporation or institution or government or any government body or a collaborator, bank, Person or Persons or from any other source ("Lender(s)"), while any money remains due to them or any of them, the Lender concerned may have and may exercise the right and power to appoint, from time to time, any person or persons to be a Director or Directors of the Company ("Nominee Director") on their own behalf and will take all corporate actions to effectuate such right and the Directors so appointed, shall not be liable to retire by rotation, subject however, to the limits prescribed by the Act;
- (ii) The Nominee Director(s) may also be appointed a member of Committees of the Board, if so desired by the Lender(s);
- (iii) Any expenditure incurred by the Lender(s) and/ or the Nominee Director(s) in connection with his/their appointment of directorship shall be borne and payable by the Company;
- (iv) The Nominee Director(s) shall be entitled to receive all notices, agenda, etc. and to attend all General Meetings and Meetings of the Board and Meetings of any Committees of the Board;
- (v) The Board of Directors of the Company shall have no power to remove from office the Nominee Director(s);
- (vi) The appointment/removal of the Nominee Director(s) shall be by a notice in writing by the Lender(s) addressed to the Company and shall unless otherwise indicated by the Lender(s) take effect forthwith upon such a notice being delivered to the Company;

- (vii) The Nominee Director(s) shall be entitled to all the rights, privileges and indemnities of other Directors including the sitting fees, if any and expenses as are payable by the Company to the other Directors, but if any other fees, commission, moneys or remuneration in any form are payable by the Company to the Directors in their capacity as Directors, the fees, commission, moneys and remuneration in relation to such Nominee Director(s) shall accrue to the Lender(s) and the same shall accordingly be paid by the Company directly to the Lender(s) for their account; and
- (viii) The Nominee Director(s) so appointed shall hold the said office only so long as any monies remain owing by the Company to the Lender(s) and the Nominee Director(s) so appointed in exercise of the said power shall ipso facto vacate such office as and when the moneys owing by the Company to the Lender(s) are paid off.

Directors' fees, remuneration and expenses

- 112. (i) Subject to Section 197 and other applicable provisions of the Act, the remuneration of the Directors shall be determined from time to time by the Board and in so far as it consists of a monthly payment, shall be deemed to accrue from day-to-day.
- (ii) In addition to the remuneration payable to the Directors as determined by the Company in a general meeting in pursuance of the Act, the Directors may be paid all travelling, hotel and other expenses incurred by them –
 - (a) in attending and returning from Meetings of the Board of Directors or any Committee thereof or General Meetings of the Company; or
 - (b) in connection with the business of the Company.

If authorized by the Board or a committee thereof as applicable, the Directors may also be remunerated for any extra services rendered by them outside their ordinary duties as Directors, subject to applicable provisions of the Act.

- (iii) Every Director present at any meeting of the Board or a Committee thereof shall sign his name in a book to be kept for that purpose.
113. Subject to the provisions of the Act, every Director shall be paid out of the funds of the Company such sum as the Board may from time to time determine for attending every meeting of the Board or any Committee of the Board, subject to the ceiling prescribed under the Act.

Board may act notwithstanding vacancy

114. The office of a Director shall automatically become vacant, if he is disqualified under any of the provisions of the Act. Further, subject to the provisions of the Act, a Director may resign from his office at any time by giving a notice in writing addressed to the Board and the Company shall intimate the Registrar of Companies and also place the fact of such resignation in the report of Directors laid in the immediately following Annual General Meeting. Such Director shall also forward a copy of his resignation along with detailed reasons for the resignation to the Registrar of Companies within 30 days of resignation. The resignation of a Director shall take effect from the date on which the notice is received by the Company or the date, if any, specified by the Director in the notice, whichever is later. The Company may, subject to the provisions of Section 169 of the Act and other applicable provisions of the Act and these Articles remove any Director before the expiry of his period of office.

Vacation of office of the Directors

115. If the office of any Director appointed by the Company in General Meeting is vacated before his term of office expires in the normal course, the resulting casual vacancy may be filled by the Board at a meeting of the Board which shall be subsequently approved by members in the immediately next general meeting. Provided any person so appointed shall hold office only up to the date up to which the Director in whose place he is appointed would have held office if it had not been vacated.

Condition under which directors may contract with Company

116. (i). The Board may from time to time at its discretion, subject to the provisions of Sections 73, 179 and 180 of the Act, raise or borrow, either from the Directors or from elsewhere and secure the payment of any sum or sums of money for the purposes of the Company.
- (ii) All cheques, promissory notes, drafts, hundis, bills of exchange and other negotiable instruments, and all receipts for monies paid to the Company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by such person and in such manner as the Board shall from time to time by resolution determine.

Disclosure of Directors' interest

117. Every Director shall at the first meeting of the Board in which he participates as a Director and thereafter at the first meeting of the Board in every financial year or whenever there is any change in the disclosures already made, then the first meeting held after such change, disclose his concern or interest in any company, companies or bodies corporate, firms or other associations of individuals which shall include the shareholding in such manner as may be prescribed under the Act.

Rotation and retirement of Directors

118. At any Annual General Meeting at which a Director retires, the Company may fill up the vacancy by appointing a retiring director who is eligible for re-election or some other person in his place if a notice for the said purpose has been left at the registered office of the Company in accordance with the provisions of the Act.

PROCEEDINGS OF DIRECTORS

Meeting of Directors

119. (i) The Board may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit.
- (ii) A Director may, and the Manager or Secretary on the requisition of a Director shall, at any time, summon a meeting of the Board.
- (iii) A minimum number of 4 (four) Board meetings shall be held every year in such a manner that not more than 120 days shall intervene between 2 (two) consecutive meetings of the Board, in accordance with the provisions of the Act.

Director may summon meeting

120. A Director may, at any time, and the manager or Secretary shall, upon the request of a Director made at any time, convene a meeting of the Board.

Chairman

121. (i) The Board may elect a Chairperson, one or more Co-chairperson/ Vice Chairperson and one and more Deputy Chairperson and determine the period for which they are respectively to hold office.
- (ii) If no such Chairperson be elected, or if at any meeting the chairperson is not present within five minutes after the time appointed for holding the meeting, the Directors present may choose one of their number to be chairperson of the meeting.

Quorum

122. No business shall be conducted at any meeting of the Directors unless a quorum is present. The quorum for the meeting of the Board shall be one third of its total strength or 2 (two)

Directors, whichever is higher, and the participation of the Directors by video conferencing or by other audio-visual means or any other means (to the extent permitted under the Act or otherwise provided by the Ministry of Corporate Affairs, Government of India), in each case from time to time, shall also be counted for the purposes of quorum under this Article, provided that where at any time the number of interested Directors is equal to or exceeds two-thirds of the total strength of the Board, the number of remaining Directors, that is to say the number of Directors who are not interested and present at the meeting being not less than 2 (two), shall be the quorum during such time.

Power of Board

123. The continuing Directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing Directors or Director may act for the purpose of increasing the number of Directors to that fixed for the quorum, or of summoning a general meeting of the Company, but for no other purpose.

How questions to be decided

124. (i) Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes.
(ii) In case of an equality of votes, the chairperson of the Board, if any, shall have a second or casting vote.

Power to appoint Committees and to delegate

125. (i) The Board may, subject to the provisions of the Act, delegate any of its powers to Committees consisting of such member or members of its body as it thinks fit.
(ii) Any Committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.

Proceedings of Committee

126. (i) A Committee may elect a Chairperson of its meetings.
(ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within 5 (five) minutes after the time appointed for holding the meeting, the members present may choose one of their members to be the chairperson of the meeting.
127. (i) A Committee may meet and adjourn any meeting as it thinks fit.
(ii) Questions arising at any meeting of a Committee shall be determined by a majority of votes of the members present, and in case of an equality of votes, the Chairperson shall have a second or casting vote.
128. All acts done in any meeting of the Board or of a committee thereof or by any person acting as a Director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such Directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such Director or such person had been duly appointed and was qualified to be a Director

Resolution without Board meeting except in certain cases

129. Subject to these Articles and Section 175 of the Act and other applicable provisions of the Act, a circular resolution in writing, executed by or on behalf of a majority of the Directors or members of a Committee, shall constitute a valid decision of the Board or Committee thereof, as the case may be, provided that a draft of such resolution together with the information required to make a fully-informed decision with respect to such resolution and appropriate documents required to evidence passage of such resolution, if any, was sent to all of the Directors or members of the committee (as the case may be) at their addresses registered with the Company in India by hand delivery or by post or by courier, or through such

electronic means as may be prescribed under the Act, and has been approved by a majority of the Directors or members of the committee who are entitled to vote on the resolution.

MINUTES

130. The Board shall, in accordance with the provisions of Section 118 of the Act, cause Minutes to be kept of every General Meeting of the Company and of every meeting of the Board or of every Committee of the Board.
131. Any such Minutes of any meeting of the Board or any Committee of the Board or of the Company in General Meeting, if kept in accordance with the provisions of Section 118 of the Act, shall be evidence of the matters stated in such Minutes. The Minute Books of General Meetings of the Company shall be kept at the Office and shall be open to inspection by Members during the hours of 10 A.M. and 12 noon on such business days as the Act requires them to be kept open for inspection.

POWERS OF THE BOARD

General Powers of Company vested in the Board

132. Subject to the provisions of the Act, the control of the Company shall be vested in the Board who shall pay all expenses incurred in promoting and registering the Company and shall be entitled to exercise all such powers, and to do all such acts and things as the Company is authorised to exercise and to do; Provided that the Board shall not exercise any power or do any act or thing which is directed or required whether by the Act or any other Statute or in the Memorandum of the Company or by these Articles or otherwise, to be exercised or done by the Company in general meeting. Provided further that in exercising any such power or doing any such act or thing, the Board shall be subject to the provisions in that behalf contained in the Act or any other Statute or in the Memorandum of the Company or in these Articles, or in any such regulations not inconsistent therewith and duly made there-under including regulations made by the Company in general meeting, but no regulations made by the Company in general meeting shall invalidate any prior act of the Board which would have been valid if that regulation had not been made.

LOCAL MANAGEMENT

Local management

133. Subject to the provisions of the Act, the following regulations shall have effect:
- (a) The Board may, from time to time, provide for the management of the affairs of the Company outside India (or in any specified locality in India) in such manner as it shall think fit and the provisions contained in the four next following paragraphs shall be without prejudice to the general powers conferred by this paragraph.

Local directorate delegation

- (b) The Board may, from time to time and at any time, establish any Local Office or agencies for managing any of the affairs of the Company outside India, or in any specified locality in India, and may appoint any persons to be officers of such Local Office or agents and may fix their remuneration and, save as provided in Section 292 Companies Act 1956 or other applicable provisions of the Act, the Board may from time to time and at any time, delegate to any person so appointed any of the powers, authorities and discretions for the time being vested in the Board and may authorise the members for the time being of any such Local Office or any of them to fill up any vacancies therein and to act notwithstanding vacancies; and any such appointment and delegation may be made on such terms and subject to such conditions as the Board may think fit and the Board may, at any time, remove any person so appointed and may annul or vary any such delegation.

Power of Attorney

The Board may, at any time and from time to time, by Power of Attorney under the Seal, appoint any persons to be the Attorney(s) of the Company for such purposes and with such powers, authorities and discretions (not exceeding those which may be delegated by the Board under these Articles) and for such period and subject to such conditions as the Board may, from time to time, think fit; any such appointment may, if the Board thinks fit, be made in favour of the officers or any of the officers of any Local Offices established as aforesaid, or in favour of any company or of the members, directors, nominees, or officers of any company or firm, or in favour of any fluctuating body of persons whether nominated directly or indirectly by the Board; and any such Power of Attorney may contain such provisions for the protection or convenience of persons dealing with such Attorney(s) as the Board thinks fit and may also authorize any of such attorney(s) to sub-delegate all or any of the powers, authorities and discretions for the time being vested in them.

Foreign registers

The Company may exercise the powers conferred on it by Section 88 of the Act with regard to the keeping of a Foreign Register; and the Board may (subject to the provisions of that section) make and vary such regulations as it may think fit respecting the keeping of any such register.

Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer

134. Subject to the provisions of the Act:—
- (i) A chief executive officer, manager, company secretary or chief financial officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it may think fit; and any chief executive officer, manager, company secretary or chief financial officer so appointed may be removed by means of a resolution of the Board;
 - (ii) A Director may be appointed as chief executive officer, manager, company secretary or chief financial officer
135. An individual may be appointed or re-appointed as the chairperson of the Company as well as the managing director or chief executive officer of the Company at the same time.

Remuneration of Managing Director

136. (a) Subject to the provisions of Section, 197, 198, read with schedule V of the Companies Act, 2013 or other applicable provisions of the Act, a Managing Director shall, in addition to the remuneration payable to him as a Director of the Company under these Articles, receive such additional remuneration as may, from time to time, be sanctioned by the Company.

Powers of whole-time director / chief financial officer / company secretary

137. A whole-time director / chief financial officer / company secretary of the Company is severally authorised to sign any document or proceeding requiring authentication by the Company.
138. Any provision of the Act or these Articles requiring or authorising a thing to be done by or to a Director and chief executive officer, manager, company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as Director and as, or in place of, chief executive officer, manager, company secretary or chief financial officer.

139. Subject to the provisions of the Act, the Board shall have power to appoint, from time to time, one or more of its number as whole-time Director or whole-time Directors of the company for a fixed term not exceeding five years at a time and upon such terms and conditions as the Board thinks fit, while he continues to hold that office, be subject to retirement by rotation. The Board may, by resolutions vest in such whole-time Director or whole-time Directors such of the powers hereby vested in the Board generally as it thinks fit, and such powers may be made exercisable for such period or periods, and upon such conditions and subject to such restrictions as it may determine. The remuneration of a whole-time Director may be by way of monthly payment, fee for each meeting and participation in profits, or by any or all these modes, or any other mode not expressly prohibited by the Act.

THE SEAL

Custody of Seal

140. (i) The Board shall provide for the safe custody of the Seal.
(ii) The Seal of the Company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a Committee of the Board authorized by it in that behalf, and except in the presence of any two Directors, or, by a Director and the Company Secretary, or, one Director or the Company Secretary and such other person as the Board may appoint who shall sign every instrument to which the Seal of the Company is so affixed in his presence.

ANNUAL RETURNS

Annual returns

141. The Company shall comply with the provisions of Sections 92 of the Companies Act, 2013 or other applicable provisions of the Act as to the making of Annual Return.

AUTHENTICATION OF DOCUMENTS

142. Any Director, Manager or the Secretary or any person appointed by the Board for the purpose shall have power to authenticate any documents affecting the constitution of the Company and any resolutions passed by the Company or the Board, and any books, records, documents and accounts relating to the business of the Company, and to certify copies thereof or extracts therefrom as true copies or extracts; and where any books, records, documents or account are elsewhere than at the office the local manager or other officer of the Company having the custody thereof shall be deemed to be a person appointed by the Directors as aforesaid.
143. A document purporting to be a copy of a resolution of the Board or an extract from the Minutes of a Meeting of the Board which is certified as such in accordance with the provisions of the Article shall be conclusive evidence in favour of all persons dealing with the Company upon the faith thereof that such resolution has been duly passed or, as the case may be that such extract is a true and accurate record of a duly constituted meeting of the Board.

RESERVES

Reserves

144. Subject to the provisions of the Act, the Board may, from time to time before recommending any dividend, set apart any and such portion of the profits of the Company as it thinks fit as Reserves to meet Contingencies or for the liquidation of any debentures, debts or other liabilities of the Company, for equalisation of dividends, for repairing, improving or maintaining any of the property of the Company and for such purposes of the Company as

the Board in its absolute discretion thinks conducive to the interests of the Company; and may, subject to the provisions of the Act; invest the several sums so set aside upon such investments (other than shares of the Company) as it may think fit, and from time to time deal with and vary such investments and dispose of all or any part thereof for the benefit of the Company, and may divide the Reserves into such special funds as it thinks fit, with full power to employ the Reserves or any parts thereof in the business of the Company, and that without being bound to keep the same separate from the other assets.

Investment of money

145. Subject to the provisions of the Act, all moneys carried to the Reserves shall be available for the payment of dividends and such moneys and all the other moneys of the Company not immediately required for the purposes of the Company may, subject to the provisions of the Act, be invested by the Board in or upon such investments or securities as it may select or may be used as working capital or may be kept in any Bank on deposit or otherwise as the Board may, from time to time, think proper.

CAPITALISATION OF RESERVES

Capitalisation of Reserves

146. Any general meeting may upon the recommendation of the Board resolve that any moneys, investments, or other assets forming part of the undivided profits of the Company standing to the credit of the Reserves, or any capital Redemption Reserve Account, or in the hands of the Company, and available for dividend or representing premiums received on the issue of shares and standing to the credit of Share Premium Account be capitalised and distributed amongst such of the shareholders as would be entitled to receive the same if distributed by way of dividend and in the same proportion on the footing that they become entitled thereto as capital and that all or any part of such capitalised fund be applied on behalf of such shareholders in paying up in full any unissued shares, debentures or debenture stock of the Company which shall be distributed accordingly or in or towards payment of the uncalled liability on any issued shares, and that such distribution or payment shall be accepted by such shareholders in full satisfaction of their interest in the said capitalized sum or applied in paying up of unissued shares to be issued to members of the Company as fully paid bonus shares.

Undistributed Profits

147. A General meeting may resolve that any undistributed profits of the Company not subject to charge for income tax, be distributed among the members on the footing that they receive the same as dividend.

Fractional Certificate

148. For the purpose of giving effect to any resolution, under the two last preceding Articles the Board may settle any difficulty which may arise in regard to the distribution as it thinks expedient and in particular may issue fractional certificates, and may determine that cash payments shall be made to any members in order to adjust the rights of all parties and may invest such cash in trustees upon such trusts for the persons entitled to the dividend or capitalised funds as may seem expedient to the Board.

DIVIDENDS

How profits shall be divisible

149. Subject to the provisions of Section 123 of the Act, the Board may, if thinks fit, from time to time pay to the Members such interim dividends as appear to it to be justified by the profits of the Company.
- (i) The Board may, before recommending any dividend, set aside out of the profits of the Company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of

the Board, be applicable for any purpose to which the profits of the Company may be properly applied, including provision for meeting contingencies or for equalizing dividends; and pending such application, may, at the like discretion, either be employed in the business of the Company or be invested in such investments (other than shares of the Company) as the Board may, from time to time, think fit.

- (ii) The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve.

Restrictions on amount of dividends

150. Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but if and so long as nothing is paid upon any of the shares in the Company, dividends may be declared and paid according to the amounts of the shares.

- (ii) No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this Article as paid on the share.
- (iii) All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly.

Dividend

151. The Company in a General Meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board. No dividend shall be payable except out of the profits of the Company or any other undistributed profits.

152. Subject to the provisions of Section 123 of the Act, the Board may, if it thinks fit, from time to time pay to the Members such interim dividends as appear to it to be justified by the profits of the Company.

(i) The Board may, before recommending any dividend, set aside out of the profits of the Company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the Company may be properly applied, including provision for meeting contingencies or for equalizing dividends; and pending such application, may, at the like discretion, either be employed in the business of the Company or be invested in such investments (other than shares of the Company) as the Board may, from time to time, think fit.

(ii) The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve.

153. (i) Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but if and so long as nothing is paid upon any of the shares in the Company, dividends may be declared and paid according to the amounts of the shares.

(ii) No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this Article as paid on the share.

(iii) All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly.

154. The Board may deduct from any dividend or other monies payable to any Member on or in respect of a share, all sums of money, if any, presently payable by him to the Company on account of calls or otherwise in relation to the shares of the Company.
155. (i) Any dividend, interest or other monies payable in cash in respect of shares may be paid by cheque, draft or warrant sent through the post directed to the registered address of the holder or, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of members, or to such person and to such address as the holder or joint holders may in writing direct or through electronic or other mode of payment as permitted under law from time to time.
(ii) Every such cheque, draft or warrant shall be made payable to the order of the person to whom it is sent.
156. Any one of two or more joint holders of a share may give effective receipts for any dividends, bonuses or other monies payable in respect of such share.
157. Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act.
158. No dividend shall bear interest against the Company.
159. The waiver in whole or in part of any dividend on any share by any document (whether or not under Seal) shall be effective only if such document is signed by the Member (or the person entitled to the share in consequence of the death or bankruptcy of the holder) and delivered to the Company and if or to the extent that the same is accepted as such or acted upon by the Board.
160. Nothing herein shall be deemed to prohibit the capitalization of profits or reserves of the Company for the purpose of issuing fully paid-up bonus shares or paying up any amount for the time being unpaid on any shares held by the members of the Company.

The Company shall comply with the provisions of the Act in respect of any dividend remaining unpaid or unclaimed with the Company. Where the Company has declared a dividend but which has not been paid or claimed within 30 days from the date of declaration, the Company shall, within 7 (seven) days from the date of expiry of the 30 day period, transfer the total amount of dividend which remains so unpaid or unclaimed, to a special account to be opened by the Company in that behalf in any scheduled bank. Any money transferred to the unpaid dividend account of the Company which remains unpaid or unclaimed for a period of 7 (seven) years from the date of such transfer, shall be transferred by the Company to the Investor Education and Protection Fund established under the Act. Unless otherwise required for compliance with the provisions of the applicable laws, there will be no forfeiture of unclaimed dividends before the claim becomes barred by law.

BOOKS AND DOCUMENTS

ACCOUNTS

161. (i) Subject to the provisions of Section 128 of the Act, the Company shall keep at its Registered Office, proper books of accounts and other relevant books and papers and financial statement for every financial year which give a true and fair view of the state of the affairs of the Company, including that of its branch office or offices, if any, and explain the transactions effected both at the Registered Office and its branches and such books shall be kept on accrual basis and according to the double entry system of accounting, provided that all or any of the books of account aforesaid may be kept at such other place in India as the Board may decide and when the Board so decides the Company shall, within 7 (seven) days of the decision file with the registrar of companies a notice in writing giving the full address of that other place, provided further that the Company may keep such books of accounts or other relevant papers in electronic mode in such manner as provided under applicable law including provisions of the Act and the rules framed under the Act.

- (ii) The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and books of the Company, or any of them, shall be open to the inspection of Members not being Directors. Each Director shall be entitled to examine the books, accounts and records of the Company, and shall have free access, at all reasonable times and with prior written notice, to any and all properties and facilities of the Company. The Company shall provide such information relating to the business, affairs and financial position of the Company as any Director may reasonably require.
- (iii) No member (not being a Director) shall have any right of inspecting any account or book or document of the Company except as conferred by law or authorised by the Board or by the Company in General Meeting.
- (iv) All the aforesaid books shall give a true and fair view of the Company's affairs with respect to the matters aforesaid and explain its transactions. The Board shall from time to time, in accordance with Sections 129, 134, Schedule III and other applicable provisions of the Act, cause to be prepared and to be laid before the Company in Annual General Meeting such profit and loss accounts, balance sheets, cash flow statements, and other reports and statements as are required under those provisions.
- (v) A copy of the Financial Statements, including every document required by law to be annexed or attached thereto, which are to be laid before the Company in Annual General Meeting together with copy of the Auditors' Report or a statement containing salient features of such documents in the prescribed form, as laid down under Section 136 of the Act, as the Company may deem fit shall, not less than twenty one days before the date of the Meeting, be sent to every person entitled thereto, subject to the provisions of the Act. Provided that this Article shall not require a copy of those documents to be sent to any person of whose address the Company is not aware or to more than one of the joint holders of any shares.
- (vi) The books of accounts of the Company relating to a period of not less than 8 (eight) years immediately preceding the current year together with the vouchers relevant to any entry in such books of account shall be preserved in good order.

AUDIT

162. Once at least in every year the Books of Accounts of the Company shall be examined by one or more Auditor or Auditors.
1. The statutory auditors of the Company shall be appointed, their remuneration shall be fixed, rights, duties and liabilities shall be regulated, and their qualifications and disqualifications shall be in accordance with the provisions of Sections 139 to 148 of the Act.
 2. The Board of Directors may fill up any casual vacancy in the office of the auditors within 30 (thirty) days subject to the provisions of Section 139 and 140 of the Act.
 3. The remuneration of the auditor(s) shall be fixed by the Company in the Annual General Meeting or in such a manner as the Company in the Annual General Meeting may determine except that, subject to the applicable provisions of the Act, remuneration of the first or any auditor appointed by the Board of Directors may be fixed by the Board of Directors.
 4. The Company shall also appoint an individual or an accounting firm as the internal auditor to conduct internal audit of the functions and activities of the Company in accordance with the provisions of the Act.

SERVICE OF NOTICES AND DOCUMENTS

163. A notice or any other document may be given by the Company to any Member either personally or by sending it by post or courier to him to his registered address or (if he has no registered address in India) to the address, if any, within India supplied by him to the Company for the giving of notices or documents to him. Such notice or document may also be sent through electronic mode as prescribed under the Act.
164. If a Member requests for delivery of any notice or document through a particular mode, he shall deposit with the Company a sum sufficient to defray the expenses of such delivery or such fee as may be prescribed from time to time by the Act and as may be determined by the Board.
165. Where a notice or any other document is sent by post, service thereof shall be deemed to be effected by properly addressing, pre-paying and posting such notice or document, and unless the contrary is proved, delivery of such notice or document shall be deemed to have been effected, in the case of a notice of a Meeting, at the expiration of forty-eight hours after the letter containing the same was posted.
166. A notice or any other document advertised in a newspaper shall be deemed to be duly served on the day on which the advertisement appears in the newspaper to every Member of the Company who has no registered address in India and has not supplied to the Company an address within India or an electronic address for the giving of notices or documents to him.
167. A notice or any other document may be given by the Company to the joint holders of a share by giving the notice or document to the joint holder named first in the Register of Members of the Company in respect of such share. A notice or any other document may be given by the Company to the persons entitled to a share in consequence of death or insolvency of a Member by sending it in a prepaid letter or through electronic mode addressed to them by name, or by the title of nominee or representative of the deceased or assignee of the insolvent or by any like description, at the address (if any) in India supplied for the purpose of the persons claiming to be so entitled, or until such an address has been so supplied, by giving the notice or document in any manner in which the same might have been given if the death or insolvency had not occurred.
168. Notice of every General Meeting shall be given in the manner hereinbefore authorised to:- every Member of the Company and to every person entitled to a share in consequence of death or insolvency of a Member, who but for his death or insolvency would be entitled to receive notice of the Meeting; and such other persons entitled to receive the notice under the Act.
169. In the event of winding up of the Company, every Member of the Company who is not for the time being in India shall be bound within fourteen days after the passing of an effective resolution to wind up the Company voluntarily, or the making of an order for the winding up of the Company, to serve notice in writing on the Company appointing some house-holder in India upon whom all summons, notices, process, order and judgements in relation to or under the winding up of the Company may be served and in default of such nomination, the Liquidator of the Company shall be at liberty on behalf of such Member, to appoint some other person, and service upon such appointee, whether appointed by the Member or the Liquidator, shall be deemed to be good personal service on such Member for all purposes, and where the Liquidator makes any such appointment he shall, with all

convenient speed, give notice thereof to such Member in accordance with the Act.

Process of service in winding up

170. The Company may be wound up in accordance with the Chapter XX of the Act and the Insolvency and Bankruptcy Code, 2016 (to the extent applicable).

- (a) If the company shall be wound up, the liquidator may, with the sanction of a special resolution of the company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the company, whether they shall consist of property of the same kind or not.
- (b) For the purpose aforesaid, the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members.
- (c) The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.

KEEPING OF REGISTERS AND INSPECTION

Registers etc. to be maintained by company

171. The Company shall duly keep and maintain Registers, Books and Documents as required by the Act or these Articles:

1. If prescribed by the provisions of the Act or as authorised by the Board or by the Company in General Meeting, Members (other than Directors) can inspect the documents / registers / records of the Company to be kept or maintained by the Company in physical or electronic form under the provisions of the Act.
2. Further, any Member, beneficial owner, debenture-holder, other security holder or other person entitled to copies of such documents / registers / records, shall be provided copies thereof upon request on payment of such fee as may be prescribed from time to time under the Act and or as may be determined by the Board.

Supply of copies of Registers etc.

172. The Company shall supply of copies of the Registers, deeds, documents, instruments, returns, certificates and books to the persons entitled thereto under the Act and on payment of such charges, if any, prescribed under the Act.

Inspection of Registers etc.

173. Where under any provisions of the Act or as authorised by the Board or by the Company in General Meeting, Members (other than Directors) any person, whether a member of the Company or not, is entitled to inspect, any documents / registers / records of the Company to be kept or maintained by the Company, in physical or electronic form under the provisions of the Act.

When Registers of Securities holders may be closed

174. Subject to the provisions of section 91 of Companies Act, 2013 or other applicable provisions of the Act, the Company may, after giving not less than seven days previous notice by advertisement in some newspapers circulating in the district in which the Office is situated close the Register of securities holders, as the case may be for the periods not exceeding in the aggregate forty-five days in each year but not exceeding thirty days at any one-time.

DIRECTORS' & OFFICERS' LIABILITY INSURANCE

Directors' & Officers' liability insurance

175. Notwithstanding anything contained in the above para, the Company may procure, at the Company's cost, comprehensive directors and officers liability insurance for each Director and Officer: -

- (a) on terms approved by the Board;s
- (b) which includes each Director and / or each officer as a policyholder,
- (c) is from a authorized insurer approved by the Board; and
- (d)for a coverage for claims of an amount as may be decided by the Board from time to time.

RECONSTRUCTION

Reconstruction

176. Subject to the provisions of the Act, on any sale of the undertaking of the Company, the Board or the Liquidators on a winding-up may, if authorized by Special Resolution accept fully paid up shares, or partly paid up shares, debentures or securities of any other company, whether incorporated in India or not either then existing or to be formed for the purchase in whole or in part of the property of the Company and the board (if the profits of the Company permit) or the Liquidators (in winding up) may distribute such shares or securities, or any other property of the Company amongst the members without realisation, or vest the same in trustees for them, and any Special Resolution may provide for the distribution or appropriation of the cash, shares or other securities, benefit on property at such price and in such manner as the meeting may approve and all holders of shares shall be bound to accept or be bound by any valuation or distribution so authorised, and waive all rights in relation thereto, save only in case the Company is proposed to be or is in the course of being wound up, such Statutory rights (if any) under Section 494 of Companies Act 1956 or other applicable provisions of the Actas are incapable of being varied or excluded by these Articles.

SECRECY

Secrecy

177. Every Director, Manager, Secretary, Auditor, Trustee for the Company, its members or debenture-holders, members of a committee, officer, servant, agent, accountant, or other person employed in or about the business of the Company will be upon entering his duties, sign a declaration pledging himself to observe strict secrecy in respect of all matters of the Company including all transactions of the Company with its customers and the state of accounts with individual and other matters relating thereto, and to not reveal any of the matters which may come to his knowledge in the discharge of his duties except when

required so to do by the Board or by any meeting or by a Court of law and except so far as may be necessary in order to comply with any of the provisions in these Articles contained and the provisions of the Act.

No member to enter the premises of the Company without permission

178. Subject to the provisions of the Act, No member or other person (not being a Director) shall be entitled to visit or inspect any work of the Company without the permission of the Board of Directors, Managing Directors or Secretary or to require inspection of any books of accounts or documents of the Company or any discovery of or any information respecting any detail of the trading of the Company or any matter which is or may be in the nature of a trade, secret, mystery of trade, or secret process or of any matter whatsoever which may relate to the conduct of the business of the Company and which in the opinion of the Board or the Managing Director it will be inexpedient in the interest of the Company to communicate to the public or any member.

WINDING-UP

Distribution of Assets

179. The Company may be wound up in accordance with the Chapter XX of the Act and the Insolvency and Bankruptcy Code, 2016 (to the extent applicable).

- a) If the Company shall be wound up, whether voluntarily or otherwise the liquidators may, with the sanction of a Special Resolution of the company and any other sanction required by the Act, divide among contributories, in specie or kind, the whole or any part of the assets of the Company whether they shall consist of property of the same kind or not. For the purpose aforesaid, the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members.
- b) The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.

INDEMNITY

Indemnity

180. Subject to the provisions of the Act, Every Director, manager, Secretary or Officer of the Company or any person (whether an officer of the Company or not) employed by the Company acting in relation to any of the affairs of the Company and any person appointed as Auditors shall be indemnified out of the Assets of the Company against any liability incurred by him as such Director, manager, Secretary, Officer, Employee or Auditor in defending any proceedings whether civil or criminal, in which judgment is given in his favour, or in which he is acquitted, or in which relief is granted to him by the Court.'

181. The Company may take and maintain any insurance as the Board may think fit on behalf of its present and/or former Directors and key managerial personnel for indemnifying all or any of them against any liability for any acts in relation to the Company for which they may be liable but have acted honestly or reasonably.

GENERAL AUTHORITY

182. Wherever in the Act, it has been provided that the Company shall have any right, privilege or authority or that the Company cannot carry out any transaction unless the Company is so authorized by its Articles then in that case, these Articles hereby authorize and empower the Company to have such rights, privilege or authority and to carry out such transaction as have been permitted by the Act.

Sl. No.	Name, Address, Description and Occupation of Subscribers	Signature of Subscribers	Signature, Name, Address, Description & Occupation of witness
1	Jubilant Pharma Limited Address: 80 Raffles place, UOB Plaza 1, #26-01 Singapore 048624 Occupation- Company Through Mr. Rajagopal Sankaraiah, S/o M. Rajagopal, R/o V-29/5, DLF Phase III, Gurgaon, Haryana-122002 Occupation-Service		<p>I, hereby witness the signature of the subscribers</p> <p>Sd/-</p> <p>Sanjay Grover S/o Late Sh. A. R. Grover R/o B-88 1st Floor, Defence Colony, New Delhi-24 (Company Secretary in Practice)</p>
2	Jubilant Pharma Limited Address: 80 Raffles place, UOB Plaza 1, #26-01 Singapore 048624 Occupation- Company Jointly with Rajagopal Sankaraiah S/o Mr. M. Rajagopal, R/o V-29/5, DLF Phase III, Gurgaon, Haryana-122002 Occupation-Service		
3	Jubilant Pharma Limited Address: 80 Raffles place, UOB Plaza 1, #26-01 Singapore 048624 Occupation- Company Jointly with Lalit Jain S/o Mr. T. C. Jain, R/o 143, Veer Apartments, Sector- 13, Rohini, Delhi-110085 Occupation-Service		
4	Jubilant Pharma Limited Address: 80 Raffles place, UOB Plaza 1, #26-01		

5	<p>Singapore 048624 Occupation- Company Jointly with Ashwani Malhotra S/o Mr. R. N. Malhotra R/o 60/8, Old Rajinder Nagar, New Delhi-110060 Occupation-Service</p>		
6	<p>Jubilant Pharma Limited Address: 80 Raffles place, UOB Plaza 1, #26-01 Singapore 048624 Occupation- Company Jointly with Arun Sharma S/o Dr. V. I. Sharma, R/o 55, Shankar Vihar, New Delhi- 92 Occupation-Service</p>		
7	<p>Jubilant Pharma Limited Address: 80 Raffles place, UOB Plaza 1, #26-01 Singapore 048624 Occupation- Company Jointly with Ambuj Jain S/o Mr. Sushil Kumar Jain, R/o A-2, Upper Ground Floor, New Rajinder Nagar, New Delhi-110060 Occupation-Service</p>		
8	<p>Jubilant Pharma Limited Address: 80 Raffles place, UOB Plaza 1, #26-01 Singapore 048624 Occupation- Company Jointly with Praveen Gupta S/o Mr. M. G. Gupta R/o C-4/43, Sector-15, Rohini, Delhi-110085 Occupation-Service</p>		
			<p>I, hereby witness the signature of the subscribers Sd/- Sanjay Grover S/o Late Sh. A. R. Grover R/o B-88 Ist Floor, Defence Colony, New Delhi-24 (Company Secretary in Practice)</p>

	Jointly with Prakash Bisht S/o Mr. Chandra Dutt Bisht R/o C-41D/B5, Dhawal Giri Apartments, Sector 34, Noida-201301 Occupation-Service		

Place : New Delhi

Date : 31st October, 2013