

GOVERNMENT OF INDIA MINISTRY OF CORPORATE AFFAIRS

Central Registration Centre

Certificate of Incorporation

[Pursuant to sub-section (2) of section 7 of the Companies Act, 2013 and rule 18 the Companies (Incorporation) Rules, 2014]

I hereby certify that SHREEOSWAL SEEDS AND CHEMICALS LIMITED is incorporated on this First day of December Two thousand seventeen under the Companies Act, 2013 and that the company is limited by shares.

The CIN of the company is U01111MP2017PLC044596.

Given under my hand at Manesar this First day of December Two thousand seventeen .

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For and on behalf of the Jurisdictional Registrar of Companies

Registrar of Companies

Central Registration Centre

Disclaimer: This certificate only evidences incorporation of the company on the basis of documents and declarations of the applicant(s). This certificate is neither a license nor permission to conduct business or solicit deposits or funds from public. Permission of sector regulator is necessary wherever required. Registration status and other details of the company can be verified on www.mca.gov.in

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

SHREEOSWAL SEEDS AND CHEMICALS LIMITED

"Oswal House", Opposite Balkavibairagi College, Nasirabad Highway, Village Kanwati, Neemuch, Neemuch, Neemuch, Madhya Pradesh, India, 458441



THE COMPANIES ACT, 2013 COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION OF

SHREEOSWAL SEEDS AND CHEMICALS LIMITED

- I. The name of the Company shall be SHREEOSWAL SEEDS AND CHEMICALS LIMITED.
- II. The Registered Office of the Company will be situated in the State of Madhya Pradesh.
- III. The objects for which the Company is established are as follows:

A. The Objects of the Company to be Pursued by the Company on its **Incorporation:**

1. The principal objects of the company are as follows:

To carry on business of Farming, Production, Harvesting, procurement, Grading, Pooling, Handling, Marketing, agriculture and horticulture in all their respective farms and branches of seed merchants and dealers in seeds, plants, trees, flowers, medicinal plants, vegetables, fruits and as vegetables growers and cultivators. seedsmen, agriculturists, horticulturists, farmers, Planters, gardeners and producers of all varieties and kinds of vegetable and agricultural seeds, hybrid seeds and with a view there to raise vegetable plants, crops, flowers, vegetables plants, garden plants or all varieties and kinds and to process, treat condition and refine and market seeds of all kinds and varieties and to produce, breed and grow grains and farm produce of all kinds and to grow, cultivate, plant, produce, process, buy, sell, import, export, research, development, make marketable, Storage, Packing, Logistics, Cold Storage, Dehydration and otherwise deal in plants, hybrid seeds, seeds, and by-products and consumer goods, Psyllium Seed, Psyllium Husk, Psyllium Husk Powder, Cattle Feed, Grains, Spices, Chemicals, Oil, Oil Seeds, Fertilizers, Sugar etc. there from and fodder of all kinds and varieties.

To carry on the business of chemicals and seeds, manufacturer, and trading such other business or businesses incidental thereto connected therewith as the partners may decide from time to time.

B. Matters which are necessary for furtherance of the Objects Specified in Clause III (A) are:

- To promote, form, finance, manage, control, cooperate with or otherwise assist any Company, Association, Institutions, concerns or other undertakings.
- To develop or extend the business of the Company by purchasing or otherwise acquiring business undertaking with all or any of the assets & liabilities, including freehold and leasehold premises, goodwill, plants and machineries and stock in trade and to take over as a going concern with all its business having similar object.

For Shreeoswal Seeds & Chemicals For Shreepswal Seeds & Chemicals Ltd.

- To undertake Depository Participant activities, functions and responsibility, and such 4. other activities which are incidental or ancillary to the same
- 5. To carry out research analysis including technical and fundamental research activities and due diligence exercise by whatever name called.
- To acquire or amalgamate with any other company whose objects are similar to 6. those of this Company, whether by sale or purchase (for fully or partly paid up shares or otherwise) of the undertakings subject to liabilities or this any such company as aforesaid with or without winding up or by sale or purchase (for fully or partly paid shares or otherwise) of all the shares or aforesaid or by partnership or in any other manners.
- To amalgamate enter into any partnership or partially amalgamate with or acquire an interest in the business or any other company, body corporate, person or firm carrying on or engaging in or about to carry on or engage in any business or transaction included in the objects of the Company as or enter into any arrangement for sharing profits or losses or for any union of interest joint venture, reciprocal concession or for co-operation for mutual assistance.
- 8. To purchase, take on lease or in exchange, hire otherwise acquire any immovable or movable property and any right or privileges which the Company may think necessary or convenient for the purpose of its business and machinery plants automobiles including trucks and stock in trade and either to retain any property so acquired for the purpose of the Company's business or to turn the same to account as may seem expedient.
- To search for and to purchase, protect, prolong, renew or otherwise acquire from any government, state or authority any patents, protections, licenses, concessions, grants, decrees, rights, powers and privileges whatsoever may seem to the Company capable of being turned to account.
- 10. To enter into any arrangements with any Government or any authority, municipal, local or otherwise that may seem beneficial to any of the Company's object and to apply for, promote and obtain any Act of parliament, privileges, concessions, license, or authorisation of the Government or any other authority local or otherwise for enabling the Company to carry any of its objects into effect or for extending any of the powers of the Company and to carry out, exercise and comply with any Act, privilege, concession, license or authorization.
- 11. To improve, manage, develop, sell, exchange, lease, mortgage, grant licenses, easement and other right over and in any other manner deal with property assets rights and effects of the Company or any part thereof, for such consideration as the Company may think fit, and in particular for shares, debenture, or securities of any other company.
- 12. To procure the Company to be recognised in any foreign country or place.
- 13. To insure with any other company against losses, damages, risk and liabilities of all kinds this may affect this Company.
- 14. To acquire and undertake the whole or part of the business property and liabilities of

any bodies corporate, person, firm or company carrying on or proposing to carry on

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Director

Director Director any business which the company is authorised to carry on, or which can be carried on in conjunction here with.

- 15. To apply for purchase or otherwise acquire and protect and renew in India and abroad any inventories, patent rights or privileges of trademarks, designs, licenses in connection with the said business or any other business for the time being carried on by the Company and to procure foreign patent in respect of any such inventions, patent, patent rights or privileges of trademarks, designs, licenses to which the Company may from time to time be possessed or entitled and to grant licenses to use, work or vend the same.
- 16. To receive money on loan and borrow or raise money other than public deposits in such manner as the Company shall think fit and for those and other purpose to mortgage or charge the undertaking and all or any parts of the property and rights of the Company present or after acquired including uncalled capital and to create, issue make, draw, accept and negotiable perpetual or redeemable debentures or debenture-stock, bonds or other obligations, bill of exchanges, promissory notes or other repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any property or assets of Company, provided that the Company shall not carry on banking business as defined in the Banking Regulations Act, 1949. subject to the directive of RBI.
- 17. To negotiate, lease, mortgage, equity participation, cash credits, working and other financial facilities from banks, financial institutions and government bodies. To invest and deal with the moneys of the companies not immediately required in such manner as may from time to time be determined (other than stock or shares of the Company) and to hold, sell or otherwise deal with such investment.
- 18. To lend money to such parties on such term with or without security as may seem expedient and in particular to customers and persons who deal with the Company and to guarantee the performance of contracts or obligations liabilities, payments of any other company, firm or person with or to any other company, firm or person provided that the Company shall not carry on banking business as defined in the Banking Regulations Act, 1949, subject to the directive of RBI.
- 19. To remunerate any person, firm or company for services rendered or to be rendered for the formation or promotion of the Company or acquisition of property by the Company or the conduct of its business whether by cash or by allotment to them of shares or securities of the Company credited as paid up in full or part or otherwise and to pay commission to brokers and other for selling, or guaranteeing the subscription or any shares or securities of the Company.
- 20. To pay all costs, charges, expenses, incurred in connection with incorporation of the Company including costs, charge expenses of negotiations, contracts, and arrangement made prior to and in anticipation of formation and in incorporation of the Company.
- 21. To pay to promoters such remuneration and fees and otherwise to recompensate them for their time and for the services rendered by them.
- 22. To adopt such means for making known the business of the Company as may be expedient and in particular advertising in the press, by circulars, by exhibition on

For Shreenswal Seeds & Chemicals Ltd.

For Shreenswal Seeds & Chemicals Ltd.

Director

works of arts or interest, by publication of books and periodicals and by granting prizes, rewards and donations.

- 23. To subscribe, contribute or guarantee money for any purpose which may be considered likely directly or indirectly to further the objects of the Company or the interests of its members or for any national charitable, benevolent, public general or useful object for any exhibition.
- 24. Subject to the provisions of The Companies Act, 2013 / The Companies Act, 1956, as may be applicable to distribute among the members in specie any property of the Company or any proceeds of sale or disposal of any property of the Company, in the event of winding up.
- 25. To place to reserve or to distribute any bonus shares amongst the members or otherwise to apply as the Company may from time to time think fit, any moneys received by way of premium by the Company and any moneys received in respect of forfeited shares and money arising on the sale by the Company of forfeited shares.
- 26. To send out to foreign countries, Managing Director, Directors, Employees or any other person for investigation possibilities of any business, trade for producing and buying any machinery or computer software, or gaining technical, scientific knowledge or establishing trade connections or in promotion interest of the Company and to pay all expenses incurred in this connection.
- 27. To apply for tender, purchase or otherwise acquire contracts, sub-contracts, licenses and connections for all or any of them and to undertake, execute carry out, dispose of or otherwise turn to account the same and to sublet all such terms and conditions as may be thought expedient.
- 28. To create any depreciation fund, reserve fund, sinking fund, insurance fund, dividend equalisation fund, educational fund or any other special fund, whether for depreciation or repairing, improving, extending or maintaining any of the properties of the Company or for redemption of any financial instruments including debentures or redeemable preference shares or for any other purpose conductive to the interest of the Company.
- 29. To insure the whole or any part of the property, assets of the Company either fully or partially to protect any part or portion thereof, either on mutual principle or otherwise.
- 30. To undertake and execute any trusts the undertaking of which may seem to the Company desirable and either gratuitous or otherwise.
- 31. To institute, conduct, defend, compound and debts due and of any claims or demands by or against the Company.
- 32. To give, refer any claims or demands by or against the Company to arbitration and to observe and carry out the terms of the awards.

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For Shreeoswal Seeds & Chemicals Ltd.

For Shreeoswal Seeds & Chemicals Ltd. 33. From time to time make, vary and repeal laws for the regulations of the business of the Company, its officers and servants.

- 34. To purchase, charter, hire or otherwise acquire vehicles for any of the business of the Company.
- 35. To lend and advance money or give credit with or without security, to such person, firm or companies and on such conditions as may seem expedient and in particulars to clients, customers, person, companies and others having dealings with the Company and to give guarantee or become securities for any such persons, firms or companies.
- 36. To give to any officers, servants or employees of the Company any share of interest in the profits of the Company's business, or any arrangements, the Company may think fit.
- 37. To establish and support and/or in the establishment and support of associations, institutions, companies, societies, funds, and conveniences for the benefit of the employees or ex-employees or of the persons having dealings with the Company or the dependents, relatives or connections of such persons and in particular friendly or other benefit societies and to grant pensions, allowances, gratuities and bonuses, either by way of annual payments or by way of lump sum and to make payments towards insurance and to form and contribute to provident and benefit funds.
- 38. To obtain any provisional order or Act of parliament or Act of Legislature or any Government authority in India for enabling the Company to carry any business of its objects into effect or for effecting any modifications of the Company's constitution or any other purpose which may expedient and to oppose any proceedings or application which may seem calculated directly or indirectly to prejudice the Company.
- 39. To enter in into contracts, agreements and arrangements with any other company, firm for the carrying out, by such other parties on behalf of the company of any of the objects for which the Company is formed.
- 40. To nominate Directors or managers of any subsidiary company or of any other company in which this Company is or may be interested.
- 41. To take part in the management, supervision and control of the business or operations of any company or undertaking having similar objects.
- 42. To invest and deal with the money of the Company not immediately required in such investment upon such manner as may from time to time seems expedient and be determined.
- 43. To subscribe for, absolutely or conditionally, take purchase or otherwise acquire securities for cash or by exchange or otherwise and to hold any shares (whether fully or partly paid), stock, debenture-stock or other interest in or securities of any other company having objects wholly or partly similar to that of the Company and subject to Section 187 of the Companies Act, 2013 to cause such shares, securities or any of them to be invested on or held by nominees or a nominee for and on behalf of the Company.
- 44. To establish, maintain, conduct, provide, procure, or make available services of any kind including commercial, marketing, printing, office and establishment of medical,

For Shreenswal Seeds & Chemicals Ltd.

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legal personal advertisement or other services and take such steps as necessary for that purpose.

- 45. To acquire, contract and manage land building, and other property whether belonging to the Company or not and to collect rent and income to supply to tenants and occupiers and other refreshments, attendants, messengers, light, waiting rooms, reading rooms, meeting rooms, laboratories, conveniences, stables and other advantages.
- 46. To undertake financial and commercial obligations, transactions and operations of all kinds.
- 47. To carry on business as transfer agent, issue houses, financers, concessionaires, industrialists, manufacturers, consultants, advisors and merchants and to undertake and to carry on the execute all kinds of financial, industrial, manufacturing, processing and commercial trading and other operations.
- 48. To procure capital for any company and issue capital of such companies and to subscribe for purchase, dispose of and otherwise deal in the shares, bonds, securities of such companies, or any -commodities; and to invest the surplus fund of the Company in landed properties, shares debentures and government securities or place the fund of the Company in inter corporate or other deposits or to provide loans to individuals, firms and corporations.
- 49. To carry on the business of an investment trust company and to underwrite, subunderwrite, to invest in, and acquire and hold, sell, buy or otherwise deal in shares, debentures, debenture-stock, bonds, units, obligations and securities issued or guaranteed by Indian or Foreign Governments, State, Dominions, Sovereigns, Municipalities, or Public Authorities or Bodies and shares, stocks, debentures, debenture-stocks, bonds, obligations and securities issued and guaranteed by any company, corporation, firm or person whether incorporated or established in India or elsewhere.
- 50. To invest or subscribe for purchase or otherwise acquire and sell, dispose of, exchange, hold and otherwise deal in shares or other securities issued by any authority Central, State, Municipal, Local or otherwise by any corporate registered in India.
- 51. To carry on business of trading in all types of agricultural products, metals including precious metals and precious stones, diamonds, petroleum and energy products and all other commodities and commodity securities, in spot markets and in futures and all kinds of derivatives, options or such other contracts as may be permissible governing such contracts/transactions of all the above commodities and commodity securities. No money circulation scheme shall be carried out by the company.
- 52. To establish, provide, maintain and conduct or otherwise, subsidise research laboratories and experimental workshops for scientific and technical research and experiments and to undertake and carry on with all scientific and technical research, experiments and tests of all kinds and to promote studies and research both scientific and technical investigation and invention by providing, subsidising, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing the remuneration to scientific and technical professors and teachers and to award, scholarships, prizes, grants and bursaries to students and to

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encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist the objects of the Company.

- 53. To enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint-venture, reciprocal concessions or otherwise with any person, or company carrying on or engaged in any business or transaction which this Company is authorized to carry on.
- 54. To promote, form and register, aid in the promotion, formation and registration of any company or companies, subsidiary or otherwise for the purpose of acquiring all or any of the properties, rights and liabilities of this Company and to transfer to any such company any property of this property of this company and to be interested in or take or otherwise acquire, hold, sell or otherwise dispose of shares, stock, debentures and such other securities of all types in or any such company, subsidiary or otherwise for all or any of the objects mentioned in this Memorandum of Association and to assist any such company and to undertake the management and secretarial or such other work, duties and business on such terms as may be arranged.
- 55. To open accounts with any bank or financial inst itution and to draw make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, hundies, bills of lading, warrants, debentures and such other negotiable or transferable instruments of all types and to buy the same.
- 56. Subject to the provisions of the Companies Act, 2013 including the rules and regulations made therein and the directions issued by Reserve Bank of India to borrow, raise or secure the payment of money or to receive money as loan, at interest for any of the objects of the company and at such time or times as may be expedient, by promissory notes, bills of exchange, hundies, bills of lading, warrants or such other negotiable instruments of all types or by taking credit in or opening current accounts or over-draft accounts with any person, firm, bank or company and whether with or without any security or by such other means, as may deem expedient and in particular by the issue of debentures or debenture stock, perpetual or otherwise and in security for any such money so borrowed, raised or received and of any such debentures or debenture stock so issued, to mortgage, pledge or charge the whole or any part of the property and assets of the Company both present including its uncalled capital, by special assignment or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders power of sale and other powers as may seem expedient and to purchase, redeem or pay off such securities provided that the Company shall not carry on the business of banking within the meaning of the Banking Regulation Act, 1949.
- 57. To provide for the welfare of employees or ex-employees (including Directors and other officers) of the Company and the wives and families or the dependents or connections of such persons, by building or contributing to the building of houses, or dwellings or chawls or by grants of money, pensions, allowances, bonus or other such payments or be creating and from time to time, subscribing or contributing to provident fund and other associations, institutions, funds or trusts, and/or by providing or subscribing or contributing towards places of instruction and recreation hospitals and dispensaries, medical and such other attendances and assistance as the Company shall determine.

 For Shreeoswal Seeds & Chemicals Ltd.

 For Shreeoswal Seeds & Chemicals Ltd.

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- 58. To adopt such means of making known the business of the Company as may seem expedient and in particular by advertising over the internet or any other electronic media and also in print media in the press by circulars, by purchase and exhibition of works of art or interest, by publication of books and periodicals and by granting prizes, rewards or organising exhibitions.
- 59. The company would obtain approval of the concerned authorities to carry on the objects of the company and the matters which are necessary for furtherance of the objects of the Company as given in this memorandum of association wherever required.
- **IV.** The liability of the members is limited by the amount unpaid, if any, on the shares held by them.
- V. The Authorised Share Capital of the Company is Rs. 19,00,00,000/- (Rupees Nineteen Crore only) divided into 9,50,00,000 (Nine Crore Fifty Lacs) Equity Shares of Rs. 2/- (Rupees Two only) each. (*)(**)(***)

***The Authorised Share Capital increased from Rs.18,00,00,000/- to Rs.19,00,00,000/- pursuant to the approval of the members of the Company obtained at the Extra-Ordinary General Meeting held on January 13, 2024. For Shreeoswal Seeds & Chemicals Ltd.

^{*}The Authorised Share Capital increased from Rs. 7,00,00,000/- to Rs. 18,00,00,000/- pursuant to the approval of the members of the Company at the Extra-Ordinary General Meeting held on January 16, 2018.

^{**} The members of the Company approved the sub-division/split of existing Equity Shares of the Company such that 1 (One) equity share having face value of Rs. 10/- (Rupees Ten only) each fully paid-up, be sub-divided/split in to 5 (Five) equity shares having face value of Rs. 2/- (Rupees Two only) each fully paid-up, pursuant to approval of members of the Company obtained through Postal Ballot mechanism by way of remote e-voting on 26th July, 2023.

We, the several persons, whose names and addresses are subscribed, are desirous of being formed into Companyin pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the Capital of the Company set against

our respective names :

SI. No	Name, Addresses, Description and Occupation of Subscriber s	DIN/PAN/ Passport Number	No. of Equity Shares Taken (in words & figures) by each subscrib	Signature of Subscriber	Signature, Name, Address, Description and Occupation of the Witness
1	Anil Kumar Nahata S/o DevilalalNa hata R/o 94/2, Station Road, JawaharMar g, Neemuch- 458 441 Madhya Pradesh Business	07921005	30,84,470 Equity Shares of Rs. 10/- each (Thirty Lakh Eighty Four Thousand Four Hundred Seveenty Equity Shares)	And Miles	bscriber(s), who has mave subscribed and signed in my presence dated leemuch eir Identity Details (iD) for their identification and satisfied myself of satisfied myself of his/her/their identification particulars as filled in.
2	Sanjay Kumar Baigani S/o Late ManoharLal Baigani, R/o Makan Number 475, 14/2, Vikas Nagar, Neemuch - 458 441 Business	07921083	30,84,47 Equity Shares (Rs. 10/- each (Thirty Lakh Eighty Four Thousand Four Hundred Seveenty Equity Shares)	Topical Services	I Rahuf BhillareWitness to Subscriber(s), who has /have sub 26th day of October, 2017 at Neemuch Further I have verified his or their Identity Details (ID) for their his/her/the/identification and satisfied myself of his/her/their Signature: Signature: Membership No:33183 C.P. No.: 12243
3	Kiran Devi Begani	07921018	(10 Equily Shares) of	gins of the	

For Shreenswal Seeds & Chemicals Ltd. For Shreenswal Seeds & Chemicals Ltd.

6	KamleshNa hata S/o	ADEPN310 6D	(10 Equity Shares) of Rs. 10/-	Seeds & Ch	or Shir	enswal!	デ ダン Seeds & Chemic	
	Manoharial Begani, R/o 25, Balaji Ganesh Market, Station Marg, Neemuch— 458 441 Business		each	Anz	I Rahul Bhillare Witness to Subscriber(s),	Further I have verified his or their Identity Details (ID) for their identification and sati identification and satisfied myself of his/her/their identification particulars as filled in	Signature: Membership No: 33183 C.P. No.: 12243	
5	Anii Kumar Baigani S/o Late	ACFPB512 4R	(10 Equity Shares) of Rs. 10/-	U द्वेशन ह	who has /hav	y Details (1D) er/their iden		
	Nahata, R/o 94/2, Mandiprang an, Neemuch - 458 441 Madhya Pradesh				re subscribed and signe	for their identification dification particulars as		
4	Padma Nahata w/o Anil Kumar	07921042	(10 Equity Shares) of Rs. 10/- each		d in my pro	ı and satisfi filled in.		
	Kumar Balgani, R/o House Number 475, 14/2, Vikas Nagar, Ward Number 29, Neemuch - 458 441 Madhya Pradesh Business		each	GAZET CATHORS	esence dated 26th day of October,	tity Details (1D) for their identification and satisfied myself of his/her/their s/her/their identification particulars as filled in.	•	

For Shreeoswal Seeds & Chemicals Ltd.

Director

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SujanmalNa hata, R/o Makan Number 29, 14/1 Vikas Nagar, Neemuch - 458 441 Madhya Pradesh Business		each	(Fig. 1)	e dated 26th day of his/her/their identification	
7 Rajesh Nahata S/o Kanhaiyalal Nahata, R/o Vikas Nagar 14/2; Neemuch - 458 441 Madhya Pradesh Business	ADEPN121 0E	(10 Equity Shares) of Rs. 10/- each	Parprietata	Subscr/ber(s), who has /have subscribed and signed in my presence dated 26th day of their Identity Details (ID) for their identification and satisfied myself of his/her/their identification surtheir identification	
8 Paresh S. Dugad S/o SantoshDug ad, R/o 7D, Kartik Apartment, Dabhuwala street, Navsaribaz ar, Surat — 395 002, Gujarat Business	AKIPD3846 K	(10 Equity Shares Rs. 10/ each	A Peaker also	Rahul Bh/liare W/tness to Subscr/ber(s), who has thave subscribe October, 2017 at Neemuch Further I have verified his or their Identity Details (ID) for their identificand satisfied myself of his/her/their identification particulars as filled in	Signature: Membership No:33183
Total No. of Equity Shares Taken:		61,69,000 (Sixty One Lakh, Sixty Nine Thousan d Only)		Rahul Bh/lle October, 201 Further I haw	

Dated 26th day of October, 2017

Place: Neem ich Shreenswal Seeds & Chemicals Ltd.
For Shreenswal Seeds & Chemicals Ltd.

THE COMPANIES ACT, 2013 COMPANY LIMITED BY SHARES ARTICLES OF ASSOCIATION

OF

"SHREEOSWAL SEEDS AND CHEMICALS LIMITED"

Article No.	PARTICULARS	
1	The Regulations contained in Table F, in the First Schedule to the Companies Act, 2013, shall not apply to this Company, but the regulations for the management of the Company and for the conduct of Meetings of the Members thereof, shall, subject to any exercise of the statutory powers of the Company in reference to the repeal or alteration of, or addition to, its regulations by Special Resolution, as prescribed by the said Companies Act, 2013, be such as are contained in these Articles unless the same are repugnant or contrary to the provisions of the Companies Act, 2013 or any amendment or notification thereto.	Table "F" will not apply
	INTERPRETATION	
2	 (i) In the interpretation of these Articles the following expressions shall have the following meanings unless repugnant to the subject or context: a. "the Act" means the Companies Act, 2013, and includes Rules made there under and any statutory modification, clarification or re-enactment thereof for the time being in force and the term shall be deemed to refer to the applicable Section thereof which is relatable to the relevant Article in which the said term appears in these Articles and any previous Company Law, so far as may be applicable. 	Act
	b. "Document" includes summons, notice, requisition, order, declaration, form and register, whether issued, sent or kept in pursuance of this Act or under any other law for the time being in force or otherwise, maintained on paper or in electronic form	Document
	c. "These Articles" means Articles of Association for the time being in force or as may be altered from time to time or any statutory modification thereof.	Articles
	d. "Company" shall mean Shreeoswal Seeds and Chemicals Limited established as aforesaid.	Company
	For Shreeoswal Seeds & Chemicals Ltd. For Shreeoswal Seeds & Che	micals Ltd.

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Article No. Definition of Company under section 2(71) of Companies Act, 2013: "public company" means a company which— (a) is not a private company; (b) has a minimum paid-up share capital of five lakh rupees or such higher paid-up capital, as may be prescribed: Provided that a company which is a subsidiary of a company, not being a private company for the purposes of this Act even where such subsidiary company continues to be a private company in its articles; e. Words importing the masculine gender also include the ferminine gender. f. "Independent Director" shall have the meaning ascribed to it in the Act. g. "Members" means the duly registered holders, for the time being of the shares of the Company and includes subscribers of the Memorandum of the Company. h. "Person" shall be deemed to include corporations as well as individuals. i. "the seal" means the common seal of the Company or any other method of Authentication of documents, as specified under the Act or amendment thereto. j. "These presents" means the Memorandum of Association and the Articles of Association and or as altered from time to time. (ii) Save as aforesaid, any words or expressions defined in the Act shall, if not inconsistent with the subject or context, bear the Act shall, if not inconsistent with the subject or context, bear the Same meaning in these Articles. CAPITAL The Authorized Share Capital of the Company shall be as mentioned in Clause V of the Memorandum of Association of the Company as amended from time to time. The Company may in General Meeting, from time to time, by Ordinary Resolution increase its capital by creation of new shares, which may be unclassified and may be classified at the time of issue in one or more classes, and et such amount, or a company and how carried into			
Act, 2013: "public company" means a company which— (a) is not a private company; (b) has a minimum paid-up share capital of five lakh rupees or such higher paid-up capital, as may be prescribed: Provided that a company which is a subsidiary of a company, not being a private company, shall be deemed to be public company for the purposes of this Act even where such subsidiary company continues to be a private company in its articles; e. Words importing the masculine gender also include the feminine gender. f. "Independent Director" shall have the meaning ascribed to it in the Act. g. "Members" means the duly registered holders, for the time being of the shares of the Company and includes subscribers of the Memorandum of the Company. h. "Person" shall be deemed to include corporations as well as individuals. i. "the seal" means the common seal of the Company or any other method of Authentication of documents, as specified under the Act or amendment thereto. j. "These presents" means the Memorandum of Association and the Articles of Association as originally framed or as altered from time to time. (ii) Save as aforesaid, any words or expressions defined in the Act shall, if not inconsistent with the subject or context, bear the same meaning in these Articles. CAPITAL The Authorized Share Capital of the Company shall be as mentioned in Clause V of the Memorandum of Association of the Company as amended from time to time. CAPITAL The Company may in General Meeting, from time to time, by Ordinary Resolution increase its capital by creation of new shares, which may be unclassified and may be classified at the time of issue in one or more classes, and left such amount of the company and the warried into the ordinary in the properties in the company and chew carried into the more of the properties and the properties of the properties and the properties of the properties of the properties of the properties of the properties in the properties of the properties of the properties of the properties of the		PARTICULARS	
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	amounts as may be deemed expedient. Subject to the provisions of the Act, any shares of the original or increased capital shall be issued upon such terms and conditions and with such rights and privileges annexed thereto, as the General Meeting resolving upon the creation thereof, shall direct, and if no direction be given, as the Board shall determine and in particular, such shares may be issued with a preferential or qualified right to dividends, and in the distribution of assets of the Company, and with a right of voting at general meetings of the Company in conformity with Section 47 of the Act. Whenever the capital of the Company has been increased under the provisions of this Article the Directors shall comply with the provisions of Section 62 and 64 of the Act.	effect
5	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 be considered as part of the existing capital, and shall be subject to the provisions herein contained, with reference to the payment of calls and installments, forfeiture, lien, surrender, transfer and transmission, voting and otherwise.	New Capital same as existing capital
6	The Board shall have the power to issue a part of authorized capital by way of differential voting Shares at price(s) premium, dividends, eligibility, volume, quantum, proportion and other terms and conditions as they deem fit, subject however to provisions of law, rules, regulations, notifications and enforceable guidelines for the time being in force.	Differential Voting Shares
7	Subject to the provisions of the Act and these Articles, the Company shall have the power to issue preference shares, either at premium or at par which are or at the option of the Company are to be liable to be redeemed and the resolution authorizing such issue shall prescribe the manner, terms and conditions of redemption.	Redeemable Preference Shares
8	The holder of Preference Shares shall have a right to vote only on Resolutions, which directly affect the rights attached to his Preference Shares.	Voting rights of preference shares
9	On the issue of redeemable preference shares under the provisions of Article 6 hereof, the following provisions shall take effect: a) No such Shares shall be redeemed except out of profits of which would otherwise be available for dividend or out of proceeds of a fresh issue of shares made for the purpose of the redemption; b) No such Shares shall be redeemed unless they are fully paid;	Provisions to apply on issue of Redeemable Preference Shares
	c) Subject to Section 55(2)(d)(i) of the Act, the premium, if any payable on redemption shall have been provided for out of For Shreeoswal Secus for Shreeoswal Security for Shre	hemicals LUI

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	the profits of the Company or out of the Company's security premium account, before the Shares are redeemed;	
	d) Where any such Shares are redeemed otherwise than out of the proceeds of a fresh issue, there shall out of profits which would otherwise have been available for dividend, be transferred to a reserve fund, to be called "the Capital Redemption Reserve Account", a sum equal to the nominal amount of the Shares redeemed, and the provisions of the Act relating to the reduction of the share capital of the Company shall, except as provided in Section 55 of the Act apply as if the Capital Redemption Reserve Account were paid-up share capital of the Company; and	
	e) Subject to the provisions of Section 55 of the Act, the redemption of preference shares hereunder may be affected in accordance with the terms and conditions of their issue and in the absence of any specific terms and conditions in that behalf, in such manner as the Directors may think fit. The reduction of Preference Shares under the provisions by the Company shall not be taken as reducing the amount of its Authorized Share Capital	
10	Any debentures, debenture-stock or other securities may be issued at a discount, premium or otherwise and may be issued on condition that they shall be convertible into shares of any denomination and with any privileges and conditions as to redemption, surrender, drawing, allotment of shares, attending (but not voting) at the General Meeting, appointment of Directors and otherwise. Debentures with the right to conversion into or allotment of shares shall be issued only with the consent of the Company in the General Meeting by a Special Resolution.	Debentures
11	The Company shall have power to reduce the share capital in the manner provided in Section 100 to 104 of the Companies Act, 1956 / Section 66 of the Companies Act, 2013, as may be applicable and subject to confirmation by the Court / Tribunal, the Company may by special resolution, reduce its share capital and / or any Capital Redemption Reserve Account and / or the Securities Premium Account in any manner authorized under law, and in particular, capital may be paid off on the footing that it may be called up again or otherwise subject to, any incidental authorization or consent required or such other steps that need to be undertaken in accordance with law or any statutory modifications thereof and any guidelines / rules as may be laid down in this regard, from time to time.	Reduction of Capital
12	Subject to the provisions of Section 61 of the Act, the Company in general meeting may, from time to time, sub-divide or consolidate all or any of the share capital into shares of larger amount than its existing share or sub-divide its shares, or any of them into shares of smaller amount than is fixed by the Memorandum; subject nevertheless, to the provisions of clause	Consolidation, Sub-Division and Cancellation

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	(d) of sub-section (1) of Section 61; Subject as aforesaid the Company in general meeting may also cancel shares which 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.	
	SHARES	
13	Subject to compliance with applicable provision of the Act and Rules framed thereunder the company shall have power to issue any kind of securities as permitted to be issued under the Act and rules framed thereunder.	Issue of Securities
14	The rights conferred upon the holders of the Shares including Preference Share, if any, of any class issued with preferred or other rights or privileges shall, unless otherwise expressly provided by the terms of the issue of shares of that class, be deemed not to be modified, commuted, affected, abrogated, dealt with or varied by the creation or issue of further shares ranking paripassu therewith.	New Issue of Shares not to affect rights attached to existing shares of that class
15	If at any time the share capital, by reason of the issue of Preference Shares or otherwise is divided into different classes of shares, all or any of the rights privileges attached to any class (unless otherwise provided by the terms of issue of the shares of the class) may, subject to the provisions of Section 106, 107 of the Companies Act, 1956 / Section 48 of the Companies Act, 2013, as may be applicable and whether or not the Company is being wound-up, be varied, modified or dealt, with the consent in writing of the holders of not less than three-fourths of the issued shares of that class or with the sanction of a Special Resolution passed at a separate general meeting of the holders of the shares of that class. The provisions of these Articles relating to general meetings shall mutatis mutandis apply to every such separate class of meeting. Provided that if variation by one class of shareholders affects the	Modification of Rights
	rights of any other class of shareholders, the consent of three- fourths of such other class of shareholders shall also be obtained and the provisions of this section shall apply to such variation.	
16	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 Board 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. The Directors will have the authority to disallow the right to renounce right shares.	Shares at the disposal of the Directors
17	An application signed by or on behalf of an applicant for shares in the Company, followed by an allotment of any shares therein, shall be an acceptance of shares within the meaning of these	Acceptance of Shares

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Director

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	Articles, and every person who thus or otherwise accepts any shares and whose name is on the Register shall for the purposes of these Articles, be a Member.	
18	The money (if any) which the Board shall on the allotment of any shares being made by them, require or direct to be paid by way of deposit, call or otherwise, in respect of any shares allotted by them, shall immediately on the inscription of the name of the allottee in the Register of Members as the name of the holder of such shares, become a debt due to and recoverable by the Company from the allottee thereof, and shall be paid by him accordingly.	Deposit and call etc. to be a debt payable immediately
19	Subject to the provisions of the Act and these Articles, the Board may issue and allot shares in the capital of the Company on payment or part payment for any property or assets of any kind whatsoever sold or transferred, goods or machinery supplied or for services rendered to the Company in the conduct of its business and any shares which may be so allotted may be issued as fully paid-up or partly paid-up otherwise than for cash, and if so issued, shall be deemed to be fully paid-up or partly paid-up shares, as the case may be.	Directors may allot shares otherwise than for cash
20	The Company may issue securities in any manner whatsoever including by way of a preferential offer, to any persons whether or not those persons include the persons referred to in clause (a) or clause (b) of sub-section (1) of Section 62 subject to compliance with Section 42 and / or 62 of the Act and Rules framed thereunder subject to any further amendments of notifications thereto.	Power to issue securities on private placement basis
21	The shares in the capital shall be numbered progressively according to their several denominations, and except in the manner hereinbefore mentioned no share shall be sub-divided. Every forfeited or surrendered share shall continue to bear the number by which the same was originally distinguished.	Shares should be numbered progressively and no share to be subdivided
22	Shares may be registered in the name of any limited company or other body corporate but not in the name of a firm, an insolvent person or a person of unsound mind.	Registration of Shares
23	Notwithstanding anything contained in these Articles but subject to the provisions of Sections 68 to 70 of the Companies Act, 2013 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.	Buy-back of shares
	Notwithstanding anything contained in these Articles, the Board of Directors may, when and if thought fit, buyback such of the Company's own shares or securities, subject to such limits, upon such terms and conditions and subject to such approvals, as may be permitted under Sections 68 to 70 of the Companies Act, 2013 and the applicable guidelines and regulations that may be	

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Director

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	issued in this regard.	
24	The Company shall have the power, subject to and in accordance with the provisions of Section 54 of the Companies Act, 2013 and other relevant regulations in this regard from time to time, to issue sweat equity shares to employees and/or directors on such terms and conditions and in such manner as may be prescribed by law from time to time.	Issue of Sweat Equity Shares
25	The Company shall have power to introduce a voluntary scheme of stock option / stock purchase or any other co — investment share plan in terms of the applicable laws, Rules and Regulations from time to time.	Employees' Stock Option / Stock Purchase Plan
26	The Company shall have power to issue warrants, Stock options, convertible instruments and other permitted securities on such terms and conditions and in such manner as may be prescribed by the law from time to time.	Issue of warrants and other securities
	CERTIFICATES	
27	 a) Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after allotment or within one month from the date of receipt by the Company of the application for the registration of transfer or transmission or within such other period as the conditions of issue shall provide one or more certificate(s) for one or more of his shares without payment of any charges. b) Every certificate of shares shall be either under the seal of the company and will be authenticated by (1) two Directors or persons acting on behalf of the Directors under a duly registered Power of Attorney and (2) the Secretary or some other person appointed by the Board for the purpose and shall specify the number and distinctive numbers of shares in respect of which it is issued and amount paid-up thereon. c) Any two or more joint allottees of shares shall, for the purpose of this Article, be treated as a single member, and the certificate of any shares which may be the subject of joint ownership, may be delivered to anyone of such joint owners on behalf of all of them. The Company shall comply with the provisions of Section 39 of the Act. 	Share Certificates.
28	If any share stands in the names of two or more persons, the person first named in the Register shall as regard receipts of dividends or bonus or service of notices and all or any other matter connected with the Company except voting at meetings, and the transfer of the shares, be deemed sole holder thereof but the joint-holders of a share shall be severally as well as jointly liable for the payment of all calls and other payments due in respect of such share and for all incidentals thereof according to these Articles and the terms of issue.	The first named joint holder deemed Sole holder.

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29	Except as ordered by a Court of competent jurisdiction or as by law required, the Company shall not be bound to recognize (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 is by these Articles otherwise expressly provided or by law otherwise provided) any right in respect of a share other than an absolute right thereto, in accordance with these Articles, in the person from time to time registered as the holder thereof but the Board shall be at liberty at its sole discretion to register any share in the joint names of any two or more persons or the survivor or survivors of them.	Company not bound to recognize any interest in share other than that of registered holders.
30	Company shall not give whether directly or indirectly, by means of a loan, guarantee, the provision of security or otherwise, any financial assistance for or in connection with the purchase or subscription of any shares in the Company or in its holding Company, save as provided by Section 67 of the Act.	Funds of Company may not be applied in purchase of shares of the Company
	UNDERWRITING AND BROKERAGE	
31	Subject to the provisions of Section 40(6) of the Act, the Company may at any time pay a commission to any person in consideration of his subscribing or agreeing, to subscribe (whether absolutely or conditionally) for any securities in the Company, or procuring, or agreeing to procure subscriptions (whether absolutely or conditionally) for any securities in the Company but so that the commission shall not exceed the maximum rates laid down by the Act and the Rules made in that regard. Such commission may be satisfied by payment of cash or by allotment of fully or partly paid shares or partly in one way and partly in the other.	Commission
32	The Company may pay on any issue of securities such brokerage as may be reasonable and lawful.	Brokerage
	CALLS	
33	a) The Board may, from time to time, subject to the terms on which any shares may have been issued and subject to the conditions of allotment, by a resolution passed at a meeting of the Board and not by a circular resolution, make such calls as it thinks fit, upon the Members in respect of all the moneys unpaid on the shares held by them respectively and each Member shall pay the amount of every call so made on him to the persons and at the time and places appointed by the Board.	Directors may make calls
	b) A call may be made payable by installments.	
	c) The option or right to call of shares shall not be given to any person except with the sanction of the Issuer in general meetings.	
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34	A call may be revoked or postponed at the discretion of the Board	Call may be revoked or postponed
35	Fifteen days' notice in writing of any call shall be given by the Company specifying the time and place of payment, and the person or persons to whom such call shall be paid.	Notice of Calls
36	A call shall be deemed to have been made at the time when the resolution of the Board of Directors authorizing such call was passed and may be made payable by the members whose names appear on the Register of Members on such date or at the discretion of the Directors on such subsequent date as may be fixed by Directors.	Calls to date from resolution
37	Whenever any calls for further share capital are made on shares, such calls shall be made on uniform basis on all shares falling under the same class. For the purposes of this Article shares of the same nominal value of which different amounts have been paid up shall not be deemed to fall under the same class.	Calls on uniform basis
38	The joint-holders of a share shall be jointly and severally liable to pay all calls in respect thereof.	Liability of Joint- holders
39	The Board may, from time to time, at its discretion, extend the time fixed for the payment of any call and may extend such time as to all or any of the members who on account of the residence at a distance or other cause, which the Board may deem fairly entitled to such extension, but no member shall be entitled to such extension save as a matter of grace and favour.	Directors may extend time
40	If any Member fails to pay any call due from him on the day appointed for payment thereof, or any such extension thereof as aforesaid, he shall be liable to pay interest on the same from the day appointed for the payment thereof to the time of actual payment at such rate as shall from time to time be fixed by the Board not exceeding ten per cent per annum but nothing in this Article shall render it obligatory for the Board to demand or recover any interest from any such member.	Calls to carry interest
41	a) If by the terms of issue of any share or otherwise any amount is made payable at any fixed time (whether on account of the nominal value of the share or by way of premium) every such amount or installment shall be payable as if it were a call duly made by the Directors and of which due notice has been given and all the provisions herein contained in respect of calls shall apply to such amount or installment accordingly.	Sums deemed to be calls
	b) 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 mutatis mutandis as if such sum had become payable by virtue of a	

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Director

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Director

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	call duly made and notified.	
42	On the trial or hearing of any action or suit brought by the Company against any Member or his representatives for the recovery of any money claimed to be due to the Company in respect of his shares, it shall be sufficient to prove that the name of the Member in respect of whose shares the money is sought to be recovered, was on the Register of Members as the holder, on or subsequent to the date at which the money sought to be recovered is alleged to have become due, of the shares in respect of which such money is sought to be recovered; that such money is due pursuant to the terms on which the share was issued; that the resolution making the call was duly recorded in the minute book; and that notice of such call was duly given to the Member or his representatives sued in pursuance of these Articles; and it shall not be necessary to prove the appointment of the Directors who made such call, nor that a quorum of Directors was present at the Board meeting at which any call was made nor that the meeting at which any call was made was duly convened or constituted nor any other matters whatsoever, but the proof of the matters aforesaid shall be conclusive evidence of the debt.	Proof on trial of suit for money due on shares
43	Neither a judgment nor a decree in favour of the Company for calls or other moneys due in respect of any shares nor any part payment or satisfaction thereunder nor the receipt by the Company of a portion of any money which shall from time to time be due from any Member of the Company in respect of his shares, either by way of principal or interest, nor any indulgence granted by the Company in respect of the payment of any such money, shall preclude the Company from thereafter proceeding to enforce forfeiture of such shares as hereinafter provided.	Judgment, decree, partial payment suo motto proceed for forfeiture
44	a) The Board may, if it thinks fit, receive from any Member willing to advance the same, all or any part of the amounts of his respective shares beyond the sums, actually called up and upon the moneys so paid in advance, or upon so much thereof, from time to time, and at any time thereafter as exceeds the amount of the calls then made upon and due in respect of the shares on account of which such advances are made the Board may pay or allow interest, at such rate as the member paying the sum in advance and the Board agree upon. The Board may agree to repay at any time any amount so advanced or may at any time repay the same upon giving to the Member three months' notice in writing: provided that moneys paid in advance of calls on shares may carry interest but shall not confer a right to dividend or to participate in profits.	Payments in Anticipation of calls may carry interest
	b) No Member paying any such sum in advance shall be entitled to voting rights in respect of the moneys so paid by him until the same would but for such payment become presently payable. The provisions of this Article shall mutatis mutandis	& Chemicals III

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Director

Director

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	apply to calls on debentures issued by the Company.	
	LIEN	
45	a) The Company shall have a first and paramount lien upon all the shares/debentures (other than fully paid-up shares/debentures) registered in the name of each member (whether solely or jointly with others) and upon the proceeds of sale thereof for all moneys (whether presently payable or not) called or payable at a fixed time in respect of such shares/debentures and no equitable interest in any share shall be created except upon the footing and condition that Article 29 will have full effect. And such lien shall extend to all dividends, bonuses or interest from time to time declared in respect of such shares/debentures. Unless otherwise agreed the registration of a transfer of shares/debentures shall operate as a waiver of the Company's lien if any, on such shares/debentures.	Company to have Lien on shares / debentures
	b) The Directors may at any time declare any shares/debentures wholly or in part to be exempt from the provisions of this clause.	
46	a) For the purpose of enforcing such lien the Board may sell the shares subject thereto in such manner as they think fit but no sale shall be made unless a sum in respect of which the lien exists is presently payable and until notice in writing of the intention to sell shall have been served on such Member, his executors or administrators or his committee or other legal representatives as the case may be and default shall have been made by him or them in the payment of the sum payable as aforesaid for seven days after the date of such notice.	As to enforcing lien by sale
	b) To give effect to any such sale the Board may authorize some person to transfer the shares sold to the purchaser thereof and purchaser shall be registered as the holder of the shares comprised in any such transfer.	
	c) Upon any such sale as the Certificates in respect of the shares sold shall stand cancelled and become null and void and of no effect, and the Directors shall be entitled to issue a new Certificate or Certificates in lieu thereof to the purchaser or purchasers concerned.	
47	The net proceeds of any such sale shall be received by the Company and applied in or towards payment of such part of the amount in respect of which the lien exists as is presently payable and the residue, if any, shall (subject to 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.	Application of proceeds of sale
	FORFEITURE AND SURRENDER OF SHARES	
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48	If any Member fails to pay the whole or any part of any call or installment or any moneys due in respect of any shares either by way of principal or interest on or before the day appointed for the payment of the same or any such extension thereof, the Directors may, at any time thereafter, during such time as the call or installment or any part thereof or other moneys as aforesaid remains unpaid or a judgment or decree in respect thereof remains unsatisfied in whole or in part, serve a notice on such Member or on the person (if any) entitled to the shares by transmission, requiring him to pay such call or installment of such part thereof or other moneys as remain unpaid together with any interest that may have accrued and all reasonable expenses (legal or otherwise) that may have been accrued by the Company by reason of such non-payment.	If call or installment not paid, notice may be given
49	a) The notice shall name a day (not being less than fourteen days from the date of notice) and a place or places on and at which such call or installment and such interest thereon as the Directors shall determine from the day on which such call or installment ought to have been paid and expenses as aforesaid are to be paid.	Terms of notice
	b) The notice shall also state that, in the event of the non-payment at or before the time and at the place or places appointed, the shares in respect of which the call was made or installment is payable will be liable to be forfeited.	
50	If the requirements of any such notice as aforesaid shall not be complied with, every or any share in respect of which such notice has been given, may at any time thereafter but before payment of all calls or installments, interest and expenses, due in respect thereof, be forfeited by resolution of the Board to that effect. Such forfeiture shall include all dividends declared or any other moneys payable in respect of the forfeited share and not actually paid before the forfeiture.	On default of payment, shares to be forfeited
51	When any shares have been forfeited, notice of the forfeiture shall be given to the member in whose name it stood immediately prior to the forfeiture, and an entry of the forfeiture, with the date thereof shall forthwith be made in the Register of Members but no forfeiture shall be in any manner invalidated by any omission or neglect to give such notice or to make any such entry as aforesaid. Provided that option or right to call of forfeited shares shall not be given to any person.	Notice of forfeiture to a Member
52	Any shares so forfeited, shall be deemed to be the property of the Company and may be sold, re-allotted, or otherwise disposed of, either to the original holder thereof or to any other person, upon such terms and in such manner as the Board in their absolute discretion shall think fit.	Forfeited shares to be property of the Company and may be sold etc.
53	Any Member whose shares have been forfeited shall notwithstanding the forfeiture, be liable to pay and shall forthwith	Members still liable to pay money owing

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	pay to the Company, on demand all calls, installments, interest and expenses owing upon or in respect of such shares at the time of the forfeiture, together with interest thereon from the time of the forfeiture until payment, at such rate not exceeding two per cent per annum more than the bank lending rate as the Board may determine and the Board may enforce the payment of the whole or a portion thereof as if it were a new call made at the date of the forfeiture, but shall not be under any obligation to do so.	at time of forfeiture and interest
54	The forfeiture shares shall involve extinction at the time of the forfeiture, of all interest in all claims and demand against the Company, in respect of the share and all other rights incidental to the share, except only such of those rights as by these Articles are expressly saved.	Effect of forfeiture
55	A declaration in writing that the declarant is a Director or Secretary of the Company and that shares in the Company have been duly forfeited in accordance with these Articles 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.	Evidence of Forfeiture
56	The Company may receive the consideration, if any, given for the share on any sale, re-allotment or other disposition thereof and the person to whom such share is sold, re-allotted or disposed of may be registered as the holder of the share and he shall not be bound to see to the application of the consideration: if any, nor shall his title to the share be affected by any irregularly or invalidity in the proceedings in reference to the forfeiture, sale, re-allotment or other disposal of the shares.	Title of purchaser and allottee of Forfeited shares
57	Upon any sale, re-allotment or other disposal under the provisions of the preceding Article, the certificate or certificates originally issued in respect of the relative shares shall (unless the same shall on demand by the Company have been previously surrendered to it by the defaulting member) stand cancelled and become null and void and of no effect, and the Directors shall be entitled to issue a new certificate or certificates in respect of the said shares to the person or persons entitled thereto.	Directors may issue new certificates
58	In the meantime, and until any share so forfeited shall be sold, re-allotted or otherwise dealt with as aforesaid, the forfeiture thereof may at the discretion and by a resolution of the Board, be remitted or annulled as a matter of grace and favour but not as of right, upon such terms and conditions as they think fit.	Forfeiture may be remitted or annulled
59	Upon any sale after forfeiture or for enforcing a lien in purported exercise of the powers hereinbefore given, the Board may appoint some person to execute an instrument of transfer of the Shares sold and cause the purchaser's name to be entered in the Register of Members in respect of the Shares sold, and the purchasers shall not be bound to see to the regularity of the	Validity of sale under Articles 46 and 52

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proceedings or to the application of the purchase money, and after his name has been entered in the Register of Members in respect of such Shares, the validity of the sale shall not be impeached by any person and the remedy of any person aggrieved by the sale shall be in damages only and against the Company exclusively.	
The Directors may, subject to the provisions of the Act, accept a surrender of any share from or by any Member desirous of surrendering on such terms the Directors may think fit.	Surrender of shares
TRANSFER AND TRANSMISSION OF SHARES	
The Company shall maintain register to be called as "Register of Transfers" and therein shall be fairly and distinctly entered particulars of every transfer or transmission of any share. The Registers can be maintained in electronic form subject to the provisions of the Act.	Register of Transfers
a) The instrument of transfer of any share in or debenture of the Company shall be executed by or on behalf of both the transferor and transferee.	Execution of the instrument of shares
b) The transferor shall be deemed to remain a holder of the share or debenture until the name of the transferee is entered in the Register of Members or Register of Debenture holders in respect thereof.	
The instrument of transfer of any share or debenture shall be in writing and all the provisions of Section 56 (statutory modification thereof) including other applicable provisions of the Act and Rules made thereunder shall be duly complied with in respect of all transfers of shares or debenture and registration thereof.	Transfer Form
a) The Company shall not register a transfer in the Company, unless a proper instrument of transfer duly stamped and executed by or on behalf of the transferee and specifying the name, address and occupation if any, of the transferee, has been delivered to the Company along with the certificate relating to the shares within sixty days from date of execution. Provided that where, on an application in writing made to the Company by the transferee and bearing the stamp, required for an instrument of transfer, it is proved to the satisfaction of the Board of Directors that the instrument of transfer signed by or on behalf of the transferor and by or on behalf of the transferee has been lost or the instrument of transfer has not been delivered within the prescribed period, the Company may register the transfer on such terms as to indemnity as the Board may think fit, provided further that nothing in this Article shall prejudice any power of the Company to register as shareholder any person to whom the right to any shares in the Company has been transmitted by operation of law.	Instrument of Transfer to be completed and presented to the Company
	proceedings or to the application of the purchase money, and after his name has been entered in the Register of Members in respect of such Shares, the validity of the sale shall not be impeached by any person and the remedy of any person aggrieved by the sale shall be in damages only and against the Company exclusively. The Directors may, subject to the provisions of the Act, accept a surrender of any share from or by any Member desirous of surrendering on such terms the Directors may think fit. **TRANSFER AND TRANSMISSION OF SHARES** The Company shall maintain register to be called as "Register of Transfers" and therein shall be fairly and distinctly entered particulars of every transfer or transmission of any share. The Registers can be maintained in electronic form subject to the provisions of the Act. a) The instrument of transfer of any share in or debenture of the Company shall be executed by or on behalf of both the transferor and transferee. b) The transferor shall be deemed to remain a holder of the share or debenture until the name of the transferee is entered in the Register of Members or Register of Debenture holders in respect thereof. The instrument of transfer of any share or debenture shall be in writing and all the provisions of Section 56 (statutory modification thereof) including other applicable provisions of the Act and Rules made thereunder shall be duly complied with in respect of all transfers of shares or debenture and registration thereof. a) The Company shall not register a transfer in the Company, unless a proper instrument of transfer duly stamped and executed by or on behalf of the transferor and by or on behalf of the transferee, has been delivered to the Company along with the certificate relating to the shares within sixty days from date of execution. Provided that where, on an application in writing made to the Company by the transferee and bearing the stamp, required for an instrument of transfer is in proved to the satisfaction of the Board of Directors that the instru

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	b) The Transferor shall be deemed to be the holder of such shares until the name of the Transferee shall have been entered in the Register of Members in respect thereof. Before the registration of a transfer the certificate or certificates of the shares must be delivered to the Company.	
65	Subject to the provisions of Section 58 of the Act and Section 22A of the Securities Contracts (Regulation) Act, 1956, the Board may, at its own absolute and uncontrolled discretion and after assigning the reason for same, decline to register or acknowledge any transfer of shares, whether fully paid or not (notwithstanding that the proposed transferee be already a member), send to the transferee and the transferor notice of the refusal to register such transfer provided that registration of a 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 a lien on shares.	Directors may refuse to register transfer
66	If the Company refuses to register the transfer of any share or transmission of any right therein, the Company shall within 30 days from the date on which the instrument of transfer or intimation of transmission was lodged with the Company, send notice of refusal to the transferee and transferor or to the person giving intimation of the transmission, as the case may be, and there upon the provisions of Section 56 of the Act or any statutory modification thereof for the time being in force shall apply.	Notice of refusal to be given to transferor and transferee
67	a) There shall be paid to the Company, in respect of the transfer or transmission of any number of shares to the same party such fee, if any as the Directors may require.b) Provided that the Board shall have the power to dispense with the payment of this fee either generally or in any particular case.	Fee on transfer or transmission
68	The instrument of transfer shall after registration be retained by the Company and shall remain in its custody. All instruments of transfer which the Directors may decline to register shall on demand be returned to the persons depositing the same. The Directors may cause to be destroyed all the transfer deeds with the Company after such period as they may determine.	Custody of transfer Deeds
69	Where an application of transfer relates to partly paid shares, the transfer shall not be registered unless the Company gives notice of the application to the transferee and the transferee makes no objection to the transfer within two weeks from the receipt of the notice.	Application for transfer of partly paid shares
70	a) In the case of the death of any one or more of the persons named in the Register of Members as the joint-holders of any share, the survivor or survivors shall be the only persons	Death of one or more joint-

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recognised by the Company as having any title to or interest in such share	holders of shares
b) Nothing in clause (a) above shall release the estate of the 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 or legal representative, the Board may require him to obtain a Grant of Probate or Letters Administration or other legal representation as the case may be, from some competent court in India.	Title to shares of deceased member
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.	
The Executors or Administrators of a deceased Member or holders of a Succession Certificate or the Legal Representatives in respect of the Shares of a deceased Member (not being one of two or more joint holders) shall be the only persons recognized by the Company as having any title to the Shares registered in the name of such Members, and the Company shall not be bound to recognize such Executors or Administrators or holders of Succession Certificate or the Legal Representative unless such Executors or Administrators or Legal Representative shall have first obtained Probate or Letters of Administration or Succession Certificate, as the case may be from a duly constituted Court in the Union of India provided that in any case where the Board of Directors in its absolute discretion thinks fit, the Board upon such terms as to indemnity or otherwise as the Directors may deem proper dispense with production of Probate or Letters of Administration or Succession Certificate and register Shares standing in the name of a deceased Member, as a Member. However, provisions of this Article are subject to Section 72 of the Companies Act.	Titles of Shares of deceased Member
Subject to the provisions of the Act and these Articles, any person becoming entitled to any share in consequence of the death, lunacy, bankruptcy, insolvency of any member or by any lawful means other than by a transfer in accordance with these presents, may, with the consent of the Directors (which they shall not be under any obligation to give) upon producing such evidence that he sustains the character in respect of which he proposes to act under this Article or of this title as the Director shall require either be registered as member in respect of such shares or elect to have some person nominated by him and approved by the Directors registered as Member in respect of such shares; provided nevertheless that if such person shall elect to have his nominee registered he shall testify his election by executing in favour of his nominee an instrument of transfer in	Registration of persons entitled to share otherwise than by transfer. (transmission clause)
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	representative, the Board may require him to obtain a Grant of Probate or Letters Administration or other legal representation as the case may be, from some competent court in India. 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. The Executors or Administrators of a deceased Member or holders of a Succession Certificate or the Legal Representatives in respect of the Shares of a deceased Member (not being one of two or more joint holders) shall be the only persons recognized by the Company as having any title to the Shares registered in the name of such Members, and the Company shall not be bound to recognize such Executors or Administrators or holders of Succession Certificate or the Legal Representative unless such Executors or Administrators or Legal Representative unless such Executors or Administrators or Legal Representative shall have first obtained Probate or Letters of Administration or Succession Certificate, as the case may be from a duly constituted Court in the Union of India provided that in any case where the Board of Directors in its absolute discretion thinks fit, the Board upon such terms as to indemnity or otherwise as the Directors may deem proper dispense with production of Probate or Letters of Administration or Succession Certificate and register Shares standing in the name of a deceased Member, as a Member. However, provisions of this Article are subject to Section 72 of the Companies Act. Subject to the provisions of the Act and these Articles, any person becoming entitled to any share in consequence of the death, lunacy, bankruptcy, insolvency of any member or by any lawful means other than by a transfer in accordance with these presents, may, with the consent of the Directors (which they shal

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	accordance with the provisions as prescribed under Act and Rules, and, until he does so, he shall not be freed from any liability in respect of such shares. This clause is hereinafter referred to as the 'Transmission Clause'.	
74	Subject to the provisions of the Act and these Articles, the Directors shall have the same right to refuse or suspend register a person entitled by the transmission to any shares or his nominee as if he were the transferee named in an ordinary transfer presented for registration.	Refusal to register nominee
75	Every transmission of a share shall be verified in such manner as the Directors may require and the Company may refuse to register any such transmission until the same be so verified or until or unless an indemnity be given to the Company with regard to such registration which the Directors at their discretion shall consider sufficient, provided nevertheless that there shall not be any obligation on the Company or the Directors to accept any indemnity.	Board may require evidence of transmission
76	The Company shall incur no liability or responsibility whatsoever in consequence of its registering or giving effect to any transfer of shares made, or purporting to be made by any apparent legal owner thereof (as shown or appearing in the Register of Members) to the prejudice of persons having or claiming any equitable right, title or interest to or in the same shares notwithstanding that the Company may have had notice of such equitable right, title or interest or notice prohibiting registration of such transfer, and may have entered such notice or referred thereto in any book of the Company and the Company shall not be bound or require to regard or attend or give effect to any notice which may be given to them of any equitable right, title or interest, or be under any liability whatsoever for refusing or neglecting so to do though it may have been entered or referred to in some book of the Company but the Company shall nevertheless be at liberty to regard and attend to any such notice and give effect thereto, if the Directors shall so think fit.	Company not liable for disregard of a notice prohibiting registration of transfer
77	No person shall exercise any rights or privileges of shareholders until he shall have paid all sums (whether in respect of call or otherwise) for the time being due in respect of the shares held by him or due in any manner whatsoever to the Company.	Restricted right of shareholders
78	The transfer books and register of members and register of debenture holders may be closed during such time or times not exceeding in whole a period of 45 days in each year as the Board of Directors of the Company may think fit but in such manner that such a period does not exceed 30 days at a time.	Closure of transfer books
79	The provisions of these Articles shall <i>mutatis mutandis</i> apply to the transfer of or the transmission by operation of law of the right to debentures of the Company.	Transfer of debentures

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	DEMATERIALISATION OF SHARES	
80	Notwithstanding anything contained herein, the Company shall be entitled to dematerialize its Shares, Debentures and other Securities pursuant to the Depositories Act, 1996 and to offer its Shares, Debentures and other Securities for subscription in a dematerialized form. The Company shall further be entitled to maintain a Register of Members with the details of Members holding shares both in material and dematerialized form in any media as permitted by law including any form of electronic media.	Dematerialization of Securities
	MEETINGS OF MEMBERS	
81	All the General Meetings of the Company other than Annual General Meetings shall be called Extra-ordinary General Meetings.	Distinction between AGM & EGM
82	a) The Company shall in each year hold a General Meeting as its Annual General Meeting in addition to any other meetings in that year. b) The Annual General Meeting shall be held within a period of six months, from the date of closing of the financial year; provided that not more than fifteen months shall elapse between the date of one Annual General Meeting and that of the next. c) Every Annual General Meeting shall be called for a time during business hours that is, between 9 a.m. and 6 p.m. on any day that is not a National Holiday, and shall be held at the Registered Office of the Company or at some other place within the City of Mumbai as the Board may determine and the Notices calling the Meeting shall specify it as the Annual General Meeting. d) Every Member of the Company shall be entitled to attend either in person or by proxy and the Auditor of the Company shall have the right to attend and to be heard at any General Meeting which he attends on any part of the business which concerns him as Auditor. e) At every Annual General Meeting of the Company there shall be laid on the table the Directors' Report and Financial Statements, Auditors' Report (if not already incciporated in the Financial Statements), the Proxy Register with proxies and the Register of Directors' shareholding which latter Register shall remain open and accessible during the continuance of the Meeting. An annual return and Balance Sheet and Profit and Loss Account shall be filed with the Registrar of Companies, Mumbai, Maharashtra, in accordance with Sections 92 and 137 of the Act.	Annual General Meeting - Annual Summary

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83	(a) The Directors may, whenever they think fit, convene an Extra- Ordinary General Meeting and they shall on requisition of Members or Members holding in the aggregate not less than one-tenth of such of the paid up capital of the Company as at the date of deposit of the requisition and in compliance with Section 100 of the Act, forthwith proceed to convene Extra- Ordinary General Meeting.	Extra-Ordinary General Meeting by Board and by requisition
	(b) If at any time there are not within India sufficient Directors capable of acting to form a quorum, or if the number of Directors be reduced in number to less than the minimum number of Directors prescribed by these Articles and the continuing Directors fail or neglect to increase the number of Directors to that number or to convene a General Meeting, any Director or any two or more Members of the Company holding not less than one-tenth of the total paid up share capital of the Company may call for an Extra-Ordinary General Meeting in the same manner as nearly as possible as that in which meeting may be called by the Directors.	When a Director or any two Members may call an Extra¬ Ordinary General Meeting
84	Twenty-one days' notice at the least (either in writing or electronic mode) of every General Meeting, Annual or Extraordinary, specifying the place, date, day, hour, and the general nature of the business to be transacted thereat, shall be given in the manner hereinafter provided, to such persons, as given under Act, entitled to receive notice from the Company. A General Meeting may be called after giving shorter notice if consent is given in writing or by electronic mode by not less than ninety five percent of the members entitled to vote at such meeting. In the case of an Annual General Meeting, if any business other than (i) the consideration of financial statements and the reports of the Board of Directors and auditors, (ii) the declaration of dividend, (iii) the appointment of Directors in place of those retiring, (iv) the appointment of, and fixing of the remuneration of, the Auditors is to be transacted, there shall be annexed to the notice of the Meeting a statement setting out all material facts concerning each such item of business, including in particular the nature or concern (financial or otherwise) and extent of the interest, if any, therein of every Director, Manager, Key Managerial Personnel, and their relatives (if any). Where any item of business consists of the approval of any document the time and place where the document can be inspected shall be specified in the statement aforesaid.	Notice of meeting
85	The accidental omission to give any such notice as aforesaid to any member, or other person to whom it should be given or the non-receipt thereof, shall not invalidate any resolution passed at any such Meeting.	Omission to give notice not to invalidate a resolution passed
86	No business shall be transacted at any General Meeting, unless the requisite quorum is present at the time when the meeting proceeds to business. The quorum for a general meeting shall be the presence in person of such number of members as specified	Quorum

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	in Section 103 of the Act. A body corporate being a Member shall be deemed to be personally present if represented in accordance with Section 113 of the Act.	.
	VOTE OF MEMBERS	
87	No Member shall be entitled to vote either personally or by proxy at any General Meeting or Meeting of a class of shareholders either upon a show of hands, upon a poll or electronically, or be reckoned in a quorum 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 in regard to which the Company has exercised, any right or lien.	Members in arrears not to vote
88	Subject to the provision of these Articles and without prejudice to any special privileges, or restrictions as to voting for the time being attached to any class of shares for the time being forming part of the capital of the company, every Member, not disqualified by the last preceding Article shall be entitled to be present, and to speak and to vote at such meeting, and on a show of hands every member present in person shall have one vote and upon a poll (including voting by electronic means) the voting right of every Member present in person or by proxy shall be in proportion to his share of the paid-up equity share capital of the Company, Provided, however, if any preference shareholder is present at any meeting of the Company, save as provided in sub-section (2) of Section 47 of the Act, he shall have a right to vote only on resolution placed before the meeting which directly affect the rights attached to his preference shares.	Number of votes each member entitled
89	 a) If there be joint registered holders of any share any one of such persons may vote at any Meeting either personally or by proxy in respect of such shares, as if he were solely entitled thereto. b) If more than one of such joint-holders be present at any Meeting either personally or by proxy, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. If more than one of the said persons remain present than the senior shall alone be entitled to speak and to vote in respect of such shares, but the other or others of the joint holders shall be entitled to be present at the meeting. Several executors or administrators of a deceased Member in whose name share stands shall for the purpose of these Articles be deemed joints holders thereof. c) For this purpose, seniority shall be determined by the order in which the names stand in the register of members. 	Votes of joint members
90	A body corporate (whether a company within the meaning of the Act or not) may, if it is member or creditor of the Company (including being a holder of debentures or any other Securities) For Shreeoswal Seeds & Chemica	Representation of a body corporate

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	authorize such person by resolution of its Board of Directors, as it thinks fit, in accordance with the provisions of Section 113 of the Act to act as its representative at any Meeting of the members or creditors of the Company or debentures holders of the Company. A person authorized by resolution as aforesaid shall be entitled to exercise the same rights and powers (including the right to vote by proxy) on behalf of the body corporate as if it were an individual member, creditor or holder of debentures of the Company.	
	DIRECTORS	
91	Until otherwise determined by a General Meeting of the Company and subject to the provisions of Section 149 of the Act, the number of Directors shall not be less than three and not more than fifteen. Provided that a company may appoint more than fifteen directors after passing a special resolution.	Number of Directors
92	(i) The First Directors of the Company shall be: -	First directors
	a) Mr. Anil Kumar Nahata	
	b) Mr. Sanjay Kumar Baignani	
	c) Ms. Kiran Devi Begani	
	d) Ms. Padma Nahta	
	(ii) Any person appointed as Additional Director of the Company shall hold office for such period and upon such conditions as may be specified subject nevertheless to the provisions of Section 161 of the Companies Act, 2013.	Other Directors
	(iii) Subject to the applicable provisions of the Companies Act, 2013, the Board of Directors of the Company shall have power at any time to appoint any person as a Director to fill a casual vacancy. Any Director appointed to fill a casual vacancy, shall hold office only upto the date upto which the Director in whose place he is appointed would have held office if it had not been vacated.	Appointment of Directors to fill a casual vacancy
	(iv) The Board of Directors may appoint any Alternate Director in accordance with Section 161 of the Companies Act, 2013.	Alternate Directors
93	a) Whenever the Company enters into a contract with any Government, Central, State or Local, any bank or financial institution or any person or persons (hereinafter referred to as "the appointer") for borrowing any money or for providing any guarantee or security or for technical collaboration or assistance, the Directors shall have, subject to the provisions of the Act and notwithstanding anything to the contrary contained in these Articles, the power to agree that such appointer shall have the right to appoint by a notice in writing addressed to the Company, one or more persons as a Director or Directors of the Company for such period and upon such conditions as may be mentioned in the agreement and that such Director or Directors may not be liable to retire by	Nominee Directors

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	rotation nor be required to hold any qualification shares. Any Director so appointed is herein referred to as a Nominee Director.	
	b) The Nominee Director/s so appointed shall not be required to hold any qualification shares in the Company nor shall be liable to retire by rotation. The Board of Directors of the Company shall have no power to remove from office the Nominee Director/s so appointed. The said Nominee Director/s shall be entitled to the same rights and privileges including receiving of notices, copies of the minutes, sitting fees, etc. as any other Director of the Company is entitled.	
	c) If the Nominee Director/s is an officer of any of the financial institution the sitting fees in relation to such nominee Directors shall accrue to such financial institution and the same accordingly be paid by the Company to them. The Financial Institution shall be entitled to depute observer to attend the meetings of the Board or any other Committee constituted by the Board.	
	d) The Nominee Director/s shall, notwithstanding anything to the contrary contained in these Articles, be at liberty to disclose any information obtained by him/them to the Financial Institution appointing him/them as such Director/s.	
94	A Director need not hold any shares in the capital of the Company to qualify him to be a Director of the Company.	Share qualification
95	The Directors may from time to time appoint and/or remove any one (or more) of their body to be a Managing Director(s) or Independent Director,, Executive Director for such period and upon such terms as they think fit and may vest in such Director or Directors such of their powers hereby vested in the Directors generally as they think fit and such powers may be made exercisable for such period or periods and upon such terms and conditions and subject to such restrictions and generally upon such terms as to remuneration and otherwise as they may determine. The remuneration of such Director may be by way of salary perquisites, or commission or participation in profits or by any or all those modes subject to the applicable provisions of the Companies Act, 2013.	Director
96	The Company shall appoint such number of Independent Directors as it may deem fit, for a term specified in the resolution appointing him. An Independent Director may be appointed to hold office for a term of up to five consecutive years on the Board of the Company and shall be eligible for re-appointment on passing of Special Resolution and such other compliances as may be required in this regard. No Independent Director shall hold office for more than two consecutive terms. The provisions relating to retirement of directors by rotation shall not be applicable to appointment of Independent Directors.	Appointment of Independent directors

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97	Until otherwise determined by the Company in General Meeting, each Independent Director (unless otherwise specifically provided for) shall be entitled to sitting fees not exceeding a sum prescribed in the Act (as may be amended from time to time) for attending meetings of the Board or Committees thereof.	Sitting Fees
98	The Board of Directors may subject to the limitations provided in the Act allow and pay to any Director who attends a meeting at a place other than his usual place of residence for the purpose of attending a meeting, such sum as the Board may consider fair, compensation for travelling, hotel and other incidental expenses properly incurred by him, in addition to his fee for attending such meeting as above specified.	Travelling expenses Incurred by Director on Company's business
99	A Director shall be paid such remuneration as may be decided by Board of Directors within the limit prescribed under the applicable provisions of the Companies Act, 2013.	Remuneration to Directors
100	If any Director be called upon to perform extra services or special exertions or efforts (which expression shall include, work done by a Director as Member of any Committee of the Board of Directors formed by the Board of Directors of the Company), the Board of Directors of the Company shall have the power to pay such Director special remuneration for such extra services or special exertions or efforts either by way of a fixed sum or otherwise as may be determined by the Board of Directors of the Company and such remuneration may be either in addition to or in substitution for his remuneration above provided.	Additional remuneration for special services
101	 Subject to Section 167 of the Act, the office of a Director shall be vacated if: a) he incurs any of the disqualifications specified in section 164 of the Act; b) he absents himself from all the meetings of the Board of Directors held during a period of twelve months with or without seeking leave of absence of the Board; c) he acts in contravention of the provisions of section 184 relating to entering into contracts or arrangements in which he is directly or indirectly interested; d) he fails to disclose his interest in any contract or 	When office of Directors to be vacated
	arrangement in which he is directly or indirectly interested, in contravention of the provisions of section 184; e) he becomes disqualified by an order of a court or the	
	Tribunal; f) he is convicted by a court of any offence, whether involving moral turpitude or otherwise and sentenced in respect	

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	thereof to imprisonment for not less than six months: Provided that the office shall be vacated by the director even if he has filed an appeal against the order of such court;	
	g) he is removed in pursuance of the provisions of this Act;	
	h) he, having been appointed a director by virtue of his holding any office or other employment in the holding, subsidiary or associate company, ceases to hold such office or other employment in that company.	
102	The Company may by an ordinary resolution remove any Director (not being a Director appointed by the Tribunal in pursuance of Section 242 of the Act) in accordance with the provisions of Section 169 of the Act. A Director so removed shall not be re-appointed a Director by the Board of Directors.	Removal of Director
103 `	Subject to the provisions of Section 168 of the Act a Director may at any time resign from his office upon giving notice in writing to the Company of his intention so to do, and thereupon his office shall be vacated.	Resignation of Directors
104	No Director shall be disqualified by his office from contracting with the Company, nor shall any such contract entered into by or on behalf of the Company in which any Director shall be in any way interested be void, nor shall any Director contracting or being so interested be liable to account to the Company for any profit realised by any such contract by reason only of such Director holding that office, or of the fiduciary relations thereby established but it is declared that the nature of his interest must be disclosed by him/her at the meeting of the Directors at which the contract is determined if his interest then exists, or in any other case, at the first meeting of the Directors after he/she acquires such interest.	Contracting with the Company
105	The Board of Directors of the Company may at any time and from time to time by power of attorney, appoint any person or persons to be the Attorney or Attorneys of the Company for such purposes and with such powers which may be delegated under the Companies Act, 2013, authorities and discretion and for such period and subject to such conditions as the Board of Directors of the Company may from time to time think fit and any such appointment (if the Board of Directors of the Company think fit) be made in favour of any Company or the Members, Directors, Nominees, or Managers of any company or firm or otherwise in favour of any fluctuating body or persons whether nominated directly or indirectly by the Board of Directors of the Company and any such power of attorney may contain any such powers for the protection or convenience of persons dealing with such Attorneys as the Board of Directors of the Company may think fit, and may contain powers enabling any such delegated Attorneys as aforesaid to sub-delegate all or any of the powers authorities	Board may appoint attorneys

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Director

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	and discretion for the time being vested in them.	
106	At every Annual General Meeting of the Company, one – third of the total Directors other than an Independent Director and any Director appointed pursuant to Article 92(iii), 92(iv) and 93, shall retire from office. A retiring Director shall be eligible for reelection.	Retirement and rotation of Directors
	MANAGING AND WHOLE-TIME DIRECTORS	
107	a) Subject to the provisions of the Act and of these Articles, the Directors may from time to time in Board Meetings appoint one or more of their body to be a Managing Director, Joint Managing Director or Managing Directors or whole-time Director or whole-time Directors of the Company either for a fixed term or for such term not exceeding five years at a time as they may think fit to manage the affairs and business of the Company, and may from time to time (subject to the provisions of any contract between him or them and the Company) remove or dismiss him or them from office and appoint another or others in his or their place or places.	Powers to appoint Managing/ Whole-time Directors
	b) A Managing Director or Whole-time Director who is appointed as Director immediately on the retirement by rotation shall continue to hold his office as Managing Director or Whole-time Director and such re-appointment as such Director shall not be deemed to constitute a break in his appointment as Managing Director or Whole-time Director.	
108	The remuneration of a Managing Director or a Whole-time Director (subject to the provisions of the Act or as per the clarifications notified by the Government and of these Articles and of any contract between him and the Company) shall from time to time be fixed by the Directors, and may be, by way of fixed salary, or commission on profits of the Company, or by participation in any such profits, or by any, or all of these modes.	Remuneration of Managing or Whole-time Director
109	a) Subject to control, direction and supervision of the Board of Directors, the day-to-day management of the company will be in the hands of the Managing Director or Whole-time Director appointed in accordance with regulations of these Articles of Association with powers to the Directors to distribute such day-to-day management functions among such Directors and in any manner as may be directed by the Board.	Powers and duties of Managing Director or Whole-time Director
	b) The Directors may from time to time entrust to and confer upon the Managing Director or Whole-time Director for the time being save as prohibited in the Act, such of the powers exercisable under these presents by the Directors as they may think fit, and may confer such objects and purposes, and upon such terms and conditions, and with such restrictions as they think expedient; and they may subject to the provisions of the Act and these Articles confer such powers, either	a Chemicals Lld.

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	collaterally with or to the exclusion of, and in substitution for, all or any of the powers of the Directors in that behalf, and may from time to time revoke, withdraw, alter or vary all or any such powers. c) The Managing Director shall be entitled to sub-delegate (with the sanction of the Directors where necessary) all or any of the powers, authorities and discretions for the time being vested in him in particular from time to time by the appointment of any attorney or attorneys for the management and transaction of the affairs of the Company in any specified locality in such manner as they may think fit. d) Notwithstanding anything contained in these Articles, the Managing Director is expressly allowed generally to work for and contract on behalf of the Company and especially to do		
		the work of Managing Director and also to do any work for the Company upon such terms and conditions and for such remuneration (subject to the provisions of the Act) as may from time to time be agreed between him and the Directors of the Company.	
		CHIEF EXECUTIVE OFFICER, MANAGER, COMPANY SECRETAI FINANCIAL OFFICER	RY AND CHIEF
110		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.	Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer
		(ii) A Director may be appointed as Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer.	
111		A 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 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, in case the same is permitted under the law.	
	REC	SISTER OF DIRECTORS AND KEY MANAGERIAL PERSONNEL	AND CONTRACTS
112		The Directors shall arrange to maintain at the Registered office of the Company a Register of Directors, Key Managerial Personnel, containing the particulars and in the form prescribed by Section 170 of the Act. It shall be the duty of every Director and other persons regarding whom particulars have to be maintained in such Registers to disclose to the Company any matters relating to himself as may be necessary to comply with the provisions of the said sections. The Directors shall cause to be kept at the	
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	Registered Office	
	a) a Register in accordance with Section 170 and	
	b) a Register of Contracts or arrangements of which they are interested, containing the particulars required by Section 189 of the Act.	
	The Registers can be maintained in electronic form subject to the provisions of the Act.	
	PROCEEDING OF THE BOARD OF DIRECTORS	
113	The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings as it thinks fit.	Meetings of Directors
	 A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board. 	
114	The Board of Directors shall be entitled to hold its meeting through video conferencing or other permitted means, and in conducting the Board meetings through such video conferencing or other permitted means the procedures and the precautions as laid down in the relevant Rules and Secretarial Standards shall be adhered to. With regard to every meeting conducted through video conferencing or other permitted means, the scheduled venue of the meetings shall be deemed to be in India, for the purpose of specifying the place of the said meeting and for all recordings of the proceedings at the meeting.	Meeting through Video Conferencing
115	Subject to provisions of Section 173 (3) of the Act, notice of not less than seven days of every meeting of the Board of Directors of the Company shall be given in writing to every Director at his address registered with the company or by hand delivery or by post or through electronic means. The meeting of the Board may be called at a shorter notice to transact urgent business subject to the condition that at least one Independent Director of the Company shall be present at the meeting. In the event, any Independent Director is not present at the meeting called at shorter notice, the decision taken at such meeting shall be circulated to all the directors and shall be final only on ratification thereof by at least one Independent Director.	Notice of Meetings
116	The quorum for a meeting of the Board shall be one-third of its total strength (any fraction contained in that one third being rounded off as one), or two directors whichever is higher and the directors participating by video conferencing or by other permitted means shall also counted for the purposes of this Article. Provided that where at any time the number of interested Directors exceeds or is equal to two-thirds of the total strength, the number of the remaining Directors, that is to say, the number of the Directors who are not interested, being not less than two,	Quorum for Meetings

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	shall be the quorum during such time.	
	Explanation:	
	The expressions "interested Director" shall have the meanings given in Section 184(2) of the said Act and the expression "total strength" shall have the meaning as given in Section 174 of the Act.	
117	The Directors may from time to time elect from among their members a Chairperson of the Board and determine the period for which he is to hold office. If at any meeting of the Board, the Chairman is not present within five minutes after the time appointed for holding the same, the Directors present may choose one of the Directors then present to preside at the meeting.	Chairperson
118	Subject to the provisions of the Act, the Board may delegate any of their powers to a Committee consisting of such member or members of its body as it thinks fit, and it may from time to time revoke and discharge any such committee either wholly or in part and either as to person, or purposes, but every Committee so formed shall in the exercise of the powers so delegated conform to any regulations that may from time to time be imposed on it by the Board. All acts done by any such Committee in conformity with such regulations and in fulfillment of the purposes of their appointment but not otherwise, shall have the like force and effect as if done by the Board.	Directors may appoint committee
119	The Meetings and proceedings of any such Committee of the Board consisting of two or more members shall be governed by the provisions herein contained for regulating the meetings and proceedings of the Directors so far as the same are applicable thereto and are not superseded by any regulations made by the Directors under the last preceding Article.	Committee Meetings how to be governed
120	A committee may elect a Chairperson of its meetings. If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their members to be Chairperson of the meeting.	Chairperson of Committee Meetings
121	Subject to the provisions of the Act, all acts done by any meeting of the Board or by a Committee of the Board, or by any person acting as a Director shall notwithstanding that it shall afterwards be discovered that there was some defect in the appointment of such Director or persons acting as aforesaid, or that they or any of them were disqualified or had vacated office or that the appointment of any of them had been terminated by virtue of any provisions contained in the Act or in these Articles, be as valid as if every such person had been duly appointed, and was qualified to be a Director.	Acts of Board or Committee shall be valid notwithstanding defect in appointment

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122	A resolution not being a resolution required by the said Act or otherwise to be passed at a meeting of the Directors, may be passed without any meeting of the Directors or of a committee of Directors provided that the resolution has been circulated in draft, together with the necessary papers, if any, to all the Directors, or to all the members of the Committee as the case may be, at their addresses registered with the Company, by hand delivery or by post or courier or through electronic means as permissible under the relevant Rules and has been approved by a majority of the Directors as are entitled to vote on the resolution.	Resolution by Circulation
	POWERS OF THE BOARD	
123	The business of the Company shall be managed by the Board who may exercise all such powers of the Company and do all such acts and things as may be necessary, unless otherwise restricted by the Act, or by any other law or by the Memorandum or by these Articles required to be exercised by the Company in General Meeting. However no regulation 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.	Powers of the Board
	Save as provided by the said Act or by these presents and subject to the restrictions imposed by Section 179 of the said Act, the Directors may delegate all or any powers by the said Act or by the Memorandum of Association or by these presents reposed in them.	
	BORROWING POWERS	
124	Subject to the provisions of the Act and these Articles, the Board may, from time to time at its discretion, by a resolution passed at a meeting of the Board generally raise or borrow money by way of deposits, loans, overdrafts, cash creditor by issue of bonds, debentures or debenture-stock (perpetual or otherwise) or in any other manner, or from any person, firm, company, co-operative society, any bodies corporate, bank, institution, whether incorporated in India or abroad, Government or any authority or any other body for the purpose of the Company and may secure the payment of any sums of money so received, raised or borrowed; provided that the total amount borrowed by the Company (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) shall not without the consent of the Company in General Meeting exceed the aggregate of the paid up capital of the Company and its free reserves that is to say reserves not set apart for any specified purpose. Nevertheless no lender or other person dealing with the Company shall be concerned to see or inquire whether this limit is observed.	Power to borrow

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125	Subject to the provisions of the Act and these Articles, any bonds, debentures, debenture-stock or any other securities may be issued at a discount, premium or otherwise and with any special privileges and conditions as to redemption, surrender, allotment of shares, appointment of Directors or otherwise; provided that debentures with the right to allotment of or conversion into shares shall not be issued except with the sanction of the Company in General Meeting.	Terms of issue of Debentures
126	Subject to the provisions of Article 128, the payment and/or repayment of moneys borrowed or raised as aforesaid or any moneys owing otherwise or debts due from the Company may be secured in such manner and upon such terms and conditions in all respects, as the Board may think fit by a resolution passed at a meeting of the Directors, and in particular by mortgage, charter, lien or any other security upon all or any of the assets or property (both present and future) or the undertaking of the Company including its uncalled capital for the time being, or by a guarantee by any Director, Government or third party, and the bonds, debentures and debenture stocks and other securities may be made assignable, free from equities between the Company and the person to whom the same may be issued and also by a similar mortgage, charge or lien to secure and guarantee, the performance by the Company or any other person or company of any obligation undertaken by the Company or any person or Company as the case may be.	Securing payment or repayment of Moneys borrowed
127	Any bonds, debentures, debenture-stock, Global Depository Receipts or their 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 they shall consider being for the benefit of the Company.	Bonds, Debentures etc. to be under the control of the Directors
128	If any uncalled capital of the Company is included in or charged by any mortgage or other security the Directors shall subject to the provisions of the Act and these Articles make calls on the members in respect of such uncalled capital in trust for the person in whose favour such mortgage or security is executed.	Mortgage of uncalled Capital
129	Subject to the provisions of the Act and these Articles if the Directors or any of them or any other person shall incur or be about to incur any liability whether as principal or surety for the payment of any sum primarily due from the Company, the Directors may execute or cause to be executed any mortgage, charge or security over or affecting the whole or any part of the assets of the Company by way of indemnity to secure the Directors or person so becoming liable as aforesaid from any loss in respect of such liability.	Indemnity may be given
130	The Board shall cause a proper Register to be kept in accordance with the provisions of Section 85 of the Act of all mortgages, debentures and charges specifically affecting the	Register of Mortgages etc. to

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Director

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property of the Company.	be kept
 a) The Company shall, if at any time it issues debentures, keep a Register and Index of Debenture holders in accordance with Section 88 of the Act. b) The Company shall have the power to keep in any State or 	Register and Index of Debenture holders
Country outside India a branch Register of Debenture holders resident in that State or country.	
CAPITALIZATION	
Subject to the provisions of the Companies Act, 2013:	Capitalization
(i) The Company in General Meeting may, upon the recommendation of the Board, resolve—	,
 a) that it is desirable to capitalise any part of the amount for the time being standing to the credit of any of the Company's reserve accounts, or to the credit of the profit and loss account, or otherwise available for distribution; and 	
b) that such sum be accordingly set free for distribution in the manner specified in clause ((ii)) amongst the Members who would have been entitled thereto, if distributed by way of dividend and in the same proportions.	
(ii) The sum aforesaid shall not be paid in cash but shall be applied, subject to the provision contained in clause (iii), either in or towards—	
(iii) a).paying up any amounts for the time being unpaid on any shares held by such members respectively;	
 b) paying up in full, unissued shares of the Company to be allotted and distributed, credited as fully paid-up, to and amongst such members in the proportions aforesaid; 	
c) partly in the way specified in sub-clause (a) and partly in that specified in sub-clause (b);	
d) A Securities Premium Account and a Capital Redemption Reserve Account may, for the purposes of this Article, be applied in the paying up of unissued shares to be issued to members of the Company as fully paid bonus shares;	
e) The Board shall give effect to the resolution passed by the Company in pursuance of this Article.	
(i) Whenever such a resolution as aforesaid shall have been passed, the Board shall—	Authority to Board for capitalization
	property of the Company. a) The Company shall, if at any time it issues debentures, keep a Register and Index of Debenture holders in accordance with Section 88 of the Act. b) The Company shall have the power to keep in any State or Country outside India a branch Register of Debenture holders resident in that State or country. CAPITALIZATION Subject to the provisions of the Companies Act, 2013: (i) The Company in General Meeting may, upon the recommendation of the Board, resolve— a) that it is desirable to capitalise any part of the amount for the time being standing to the credit of any of the Company's reserve accounts, or to the credit of the profit and loss account, or otherwise available for distribution; and b) that such sum be accordingly set free for distribution in the manner specified in clause ((iii)) amongst the Members who would have been entitled thereto, if distributed by way of dividend and in the same proportions. (ii) The sum aforesaid shall not be paid in cash but shall be applied, subject to the provision contained in clause (iii), either in or towards— (iii) a) paying up any amounts for the time being unpaid on any shares held by such members respectively; b) paying up in full, unissued shares of the Company to be allotted and distributed, credited as fully paid-up, to and amongst such members in the proportions aforesaid; c) partly in the way specified in sub-clause (a) and partly in that specified in sub-clause (b); d) A Securities Premium Account and a Capital Redemption Reserve Account may, for the purposes of this Article, be applied in the paying up of unissued shares to be issued to members of the Company as fully paid bonus shares; e) The Board shall give effect to the resolution passed by the Company in pursuance of this Article.

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Director

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	a) make all appropriations and applications of the undivided profits resolved to be capitalised thereby, and all allotments and issues of fully paid shares if any; and	
	b) generally do all acts and things required to give effect thereto.	
	(ii) The Board shall have power—	
	 a) to make such provisions, by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit, in case of shares becoming distributable in fractions; and 	Fractional Certificates
	b) to authorise any person to enter, on behalf of all the members entitled thereto, into an agreement with the Company providing for the allotment to them respectively, credited as fully paid-up, of any further shares to which they may be entitled upon such capitalisation, or as the case may require, for the payment by the Company on their behalf, by the application thereto of their respective proportions of profits resolved to be capitalised, of the amount or any part of the amounts remaining unpaid on their existing shares;	
	(iii) Any agreement made under such authority shall be effective and binding on such members	
	(iv) That for the purpose of giving effect to any resolution, under the preceding paragraph of this Article, the Directors may give such directions as may be necessary and settle any questions or difficulties that may arise in regard to any issue including distribution of new equity shares and fractional certificates as they think fit.	
	DIVIDEND AND RESERVES	
134	a) 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.	Division of profits
	b) No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this regulation as paid on the share.	
	c) 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	
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Director

Director

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	share shall rank for dividend accordingly.	
135	The Company in General Meeting may declare dividends, to be paid to members according to their respective rights and interests in the profits and may fix the time for payment and the Company shall comply with the provisions of Section 127 of the Act, but no dividends shall exceed the amount recommended by the Board of Directors, but the Company may declare a smaller dividend in general meeting.	The company in General Meeting may declare Dividends
136	a) 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, thinks fit.	Transfer to reserves
	b) The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve.	
137	Subject to the provisions of section 123, the Board may from time to time pay to the members such interim dividends as appear to it to be justified by the profits of the company.	
138	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 dividends as from a particular date such share shall rank for dividend accordingly.	
139	A transfer of shares does not pass the right to any dividend declared thereon before the registration of the transfer.	
140	Any one of several persons who are registered as joint holders of any share may give effectual receipts for all dividends or bonus and payments on account of dividends in respect of such shares.	
	SEAL	
141	(i) The Board at their option can provide a Common Seal for the purposes of the Company, and shall have power from time to time to destroy the same and substitute or not substitute a new Seal in lieu thereof, and the Board shall provide for the safe custody of the Seal for the time being, and the seal shall never be used except by the authority of the Board or a Committee of the Board previously given. For Shreeoswal Seeds & Chemicals Ltd.	The Seal, its custody and use

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Director

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	(ii) The Company shall also be at liberty to have an official Seal in accordance with the provisions of the Act, for use in any territory, district or place outside India.	
	(iii) As authorized by the Act or amendment thereto, if the Company does not have a Common Seal, the authorization under this clause shall be made by two Directors or by a Director and the Company Secretary, wherever the Company has appointed a Company Secretary or persons acting on behalf of the Directors under a duly registered Power of Attorney and the Secretary or some other person appointed by the Board for the purpose a Director may sign a Share Certificate by affixing signature thereon by means of any machine, equipment or other mechanical means such as engraving in metal or lithography but not by means of rubber stamp.	
	(iv) 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 every instrument to which the Seal of the Company is required to be affixed shall, be signed by at least one Director and shall be countersigned by another Director or the Secretary or some other person appointed by the Board for the purpose; provided nevertheless that in respect of Certificates of Securities issued by the Company the Seal shall be affixed in accordance with these Articles, as may be statutorily amended from time to time.	
	WINDING UP	
142	Subject to the provisions of Chapter XX of the Act and Rules made thereunder	Winding up
	(i) 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.	
	(ii) 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.	
	(iii) 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 as the liquidator shall think fit, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.	
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Director

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	INDEMNITY	
143	Every officer or agent for the time being of the Company shall be indemnified out of the funds of the Company against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in connection with any application under Section 463 of the Companies Act, 2013 in which relief is granted to him by the Court.	Directors' and others' right to indemnity
	GENERAL AUTHORITY	
144	Wherever in the Companies Act, 2013 / Companies Act, 1956, it has been provided that any Company shall have any right, privilege or authority or that any Company cannot carry out any transaction unless it is so authorized by its Articles, then in that case this Article hereby authorizes and empowers this Company to have such right, privilege or authority and to carry out such transaction as have been permitted by the provisions of the Act and the applicable provisions of the Act without there being any other specific Article in that behalf herein provided. In case where there are any specific restrictions in these Articles and if same is / are been releved by Government or by any	General authority
	and if same is / are been relaxed by Government or by any regulatory authority or any applicable law including but not limited to Companies Act, 2013 or Companies Act, 1956, then in such a scenario these Articles shall stand amended to that extent and shall be interpreted liberally.	

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Director

SI.No.	Name, Addresses, Description and Occupation of Subscribers	DIN/PAN/ Passport Number	Signature of Subscriber	Signature, Name, Address, Description and Occupation of the Witness
1	Anil Kumar Nahata S/o Devilalal Nahata R/o 94/2, Station Road, Jawahar Marg, Neemuch- 458 441 Madhya Pradesh Business	07921005		day of October, 2017 at ir identification and satisfied
2	Sanjay Kumar Baigani S/o Late Manohar Lal Baigani, R/o Makan Number 475, 14/2, Vikas Nagar, Neemuch -458 441 Business	07921083	anna de la compania del compania del compania de la compania del comp	hillare Witness to Subscriber(s), who has fhave subscribed and signed in my presence dated 26th day of October, 2017 at ave verified his or their Identity Details (ID) for their identification and satisfied myself of his/her/their identification and satisfied in. In No. 33183
3	Kiran Devi Begani w/o Sanjay Kumar Baigani, R/o House Number 475, 14/2, Vikas Nagar, Ward Number 29, Neemuch - 458 441 Madhya Pradesh Business	07921018	(on20)	criber(s), who has fhave subscribed a Identity Defails (ID) for their identifican particulars as filled in.
4	Padma Nahata w/o Anil Kumar Nahata, R/o 94/2, Mandiprangan, Neemuch -458 441 Madhya Pradesh Business	07921042	पदमान)	nuth B much her I per I

Shreenswal Seeds & Chemicals Ltd.

Shreenswal Seeds & Chemicals Ltd.

Director

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Sujanmal Nahata, R/o kan Number 29, 14/1 as Nagar, Neemuch - 3 441 Madhya Pradesh	D	Panlesh,	È	myself	
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iesh Nahata Kanhaiyalal Nahata, Vikas Nagar 14/2, emuch -458 441 dhya Pradesh siness	E	Rospito not	r(a), who has thave subscribed a	fity Details (ID) for their identifi riculars as filled in,	
resh S. Dugad Santosh Dugad, R/o Kartik Apartment, bhuwala street, vsaribazar, Surat – 395 2, Gujarat	AKIPD3846K		3hillare	have vertied his help of the	Signature: No. 33 tras
	resh S. Dugad Santosh Dugad, R/o Kartik Apartment, buwala street, vsaribazar, Surat – 395 Siness	Kanhaiyalal Nahata, Vikas Nagar 14/2, emuch -458 441 dhya Pradesh siness AKIPD3846K resh S. Dugad Santosh Dugad, R/o Kartik Apartment, bhuwala street, vsaribazar, Surat — 395 2, Gujarat siness	Renhaiyalal Nahata, Vikas Nagar 14/2, emuch -458 441 dhya Pradesh siness AKIPD3846K Tesh S, Dugad Santosh Dugad, R/o, Kartik Apartment, bhuwala street, visaribazar, Surat — 395, Gujarat siness	AKIPD3846K Pesh S. Dugad Santosh Dugad, R/o Kartik Apartment, Chuwala street, Visaribazar, Surat – 395 P. Gujarat Siness	AKIPD3846K Siness AKIPD3846K AKIPD3846K Santosh Dugad, R/o, Kartik Apartment, bhuwala street, waaribazar, Surat – 395 C, Gujarat Siness

Director