

# **MC** MEDI-CAPS LIMITED

Regd. Office & Works :  
Mhow-Neemuch Road, Sector-1,  
Pithampur- 454 775, Distt. Dhar,  
Madhya Pradesh, INDIA

CIN : L24232MP1983PLC002231

Phone : + 91-7292-424242  
Fax. : + 91-7292-407387  
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MCL/SE/2019-20

9<sup>th</sup> August, 2019

Online filing at: [www.listing.bseindia.com](http://www.listing.bseindia.com)

To  
The General Manager  
DCS-CRD  
BSE Ltd.  
Rotunda Building,  
P.J. Tower, Dalal Street, Fort  
MUMBAI - 400001

BSE Code: 523144

**Sub: Corporate Announcement Under Regulation 30 of the SEBI (LODR) Regulations, 2015 relating to the approval of the Board for alteration in the Object Clause III(A) by inserting new Clause 2.1 after the existing Clause 2.**

Dear Sir/Madam,

Pursuant to the Regulation 30 of the SEBI (LODR) Regulations, 2015, we would like to inform that the Board of directors at their meeting held on 9<sup>th</sup> August, 2019 at 4.00 p.m. and concluded at 6.15p.m. at registered office of company situated at Mhow-Neemuch Road, Sector 1, Pithampur, Dhar (M.P) 454775 have approved the following:-

- 1) alteration in the Memorandum of Association by inserting new clause 2.1 in clause (III)(A) in the Memorandum of Association relating to the authority to the Company for carry on the business of real estate, colonizing, and developers, etc as more described in the Object Clause III (A) 2.1 subject to the further approval of the members in the ensuing Annual General Meeting of the company.

A draft copy of the altered Memorandum of Association by the Board is enclosed herewith.

You are requested to please take on record our above said information for your reference and record.

Thanking You,  
Yours Faithfully,

For, MEDI-CAPS LTD.

  
RAMESH CHANDRA MITTAL  
DIN: 00035272  
CHAIRMAN & DIRECTOR  
Encl.: a/a



Indore Office :

201, Pushpratna Paradise, 9/5, New Palasia, Indore 452 001 (INDIA)

Telefax No. : +91-731-4046321, 4041435, 4028148

Company No. 2231

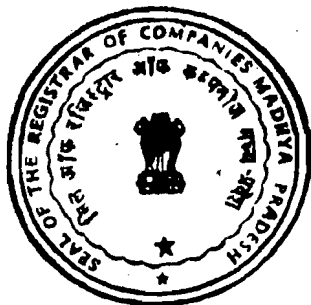
CERTIFICATE OF CHANGE OF NAME  
IN THE OFFICE OF THE REGISTRAR OF COMPANIES  
MADHYA PRADESH  
UNDER THE COMPANIES ACT, 1956

*In the matter of M/s. MEDI-CAPS PRIVATE LIMITED.*

*I do hereby certify that pursuant to the provisions of Section 23 of Companies Act, 1956 and the Special Resolution passed by the company at its Annual Extra-ordinary General Meeting on the 29th January, 1986 the name of "MEDI-CAPS PRIVATE LIMITED" has this day been changed to "MEDI-CAPS LIMITED".*

*And that the said Company has been duly incorporated as a company under the provisions of the said Act.*

*Given under my hand at GWALIOR this Third day of March One thousand nine hundred and Eighty Six.*



Sd/-  
(S. KARMAKAR)  
कम्पनियों का रजिस्ट्रार  
Registrar of Companies  
Madhya Pradesh, Gwalior  
3/3/86



प्रारूप० आई० आर०

## FORM I. R.

निगमन का प्रमाण-पत्र

### CERTIFICATE OF INCORPORATION

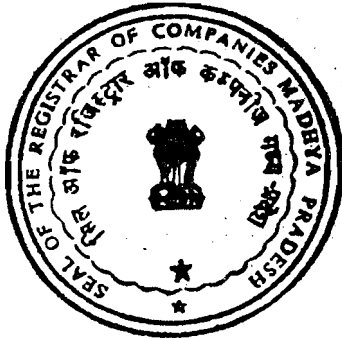
ता. ६-८-१९८३ का सं. २२३१  
No. 2231 of 1983

मैं एतद् द्वारा प्रमाणित करता हूँ कि आज मेडी कैप्स प्रायवेट लिमिटेड कम्पनी अधिनियम, 1956 (1956 का 1) के अधीन निगमित की गई है और यह कम्पनी परिसीमित है।

I hereby certify that **MEDI CAPS PRIVATE LIMITED** is this day incorporated under the companies Act, 1956 (No. 1 of 1956) and that the Company is Limited by Shares.

मेरे हस्ताक्षर से आज तारीख १५ श्रावण शक उन्नीस सौ पांच को दिया गया।

Given under my hand at Gwalior this Sixth day of August One thousand nine hundred and Eighty Three.



sd/-

**S. K. Saxena**

कम्पनियों का रजिस्ट्रार  
Registrar of Companies  
Madhya Pradesh, Gwalior

6/8/83

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**Memorandum of Association  
Of  
MEDI-CAPS LIMITED**

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THE COMPANIES ACT, 1956  
(A COMPANY LIMITED BY SHARES)

**MEMORANDUM OF ASSOCIATION  
OF  
MEDI-CAPS LIMITED**

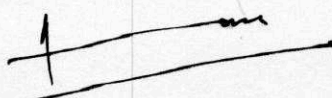
- I. The name of the company is MEDI-CAPS LIMITED.
- II. The Registered Office of the company shall be situated in the state of Madhya Pradesh.
- III. The objects of which the company is established are as under :-

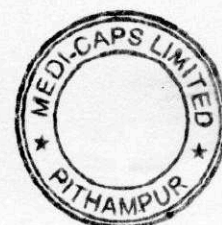
**A. THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY  
ON ITS INCORPORATION.**

1. To carry on the business namely : **manufacture, distribution**, sale , import and export of gelatin and gelatin capsules, pharmaceuticals, medicinal, chemical, biological, immunological and therapeutic preparations.
2. To carry on business of manufacturers, importers , exporters of land dealers in drugs, chemicals and pharmaceuticals and apparatus and spare parts thereto used in producing drugs, chemicals and pharmaceuticals and in particular hard and soft gelatin capsules and containers

<sup>1</sup>{2.1 To carry on the business of builders and developers of land contractors, colonizers, civil contractors and undertake any residential, commercial or Industrial, construction either independently or jointly in partnership, joint venture or on agency or sub contracts basis with or on behalf of any individual firm, body corporate, association or society, Central or State Government, Cantonment board or any local authority to work as colonizer, developer of land and farm houses and buildings for residential purposes and to promote, buy, acquire, sell, lease, exchange, hire, give on relit, to let, mortgage or otherwise dispose of the lands, Commercial Complexes, houses, buildings, farm houses, agricultural lands, and other immovable property of the Company or other immovable property including any share or shares, interest or interests therein and to transact on commission or otherwise business of real estate's agents and to apply for purchase through tender or otherwise acquire civil contracts for or in relation to water proofing, sewage, construction, execution, equipment, improvement, management, administrations or control of mechanical and civil works and conveniences and to undertake, execute, dispose or otherwise turn to account the same and to enter into an agreement to erect, construct, build, water proofing, sewage, demolish, fabricate, execute, carry out, improve,

<sup>1</sup>Clause 2.1 is inserted by the Board of Directors at their Board Meeting held on 9<sup>th</sup> Aug., 2019 subject to approval of Members in the ensuing Annual General Meeting.





*work, develop and enlarge, rebuild, repair, maintenance, administer, manage or control in India or abroad- on any land or immovable property of the Company or upon any other land or immovable property in any capacity and conveniences of all kinds.}*

**B. OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS ARE:-**

3. To carry on the business of manufacturers of and dealers in chemicals of any nature and kind whatsoever and as wholesale and retail chemists, druggists, analytical and pharmaceuticals sizing medicinal chemicals, industrial and other preparations and articles of any nature and kind whatsoever, mineral and other waters, soaps, cement, oil fats, paints, varnishes, drugs, dye-stuffs, chemicals and Colour grinders, makers of any preparatory articles of all kinds and of electricals, chemicals, photographic, surgical refine, manipulate import and deal in salt and marine materials and other derivatives by-products and compounds of any nature and kind whatsoever.
4. To carry on research and develop process or processes for the manufacturing of all or any of the above products and utilities such know-how, technology either for use in the Company or sale, lease, license or any other commercial basis.
5. To carry on the business of electricians, electrical and mechanical engineers and contractors and manufacturers, workers and dealers and suppliers of electricity for the purpose of light, heat, motive power or otherwise and manufacturers of and dealers in apparatus and things required for or capable of being used in connection with the generation, supply, accumulation and employment of electricity.
6. To undertake and execute any contracts for works involving the supply or use of any machinery and to carry on any ancillary or other works comprised in such contracts
7. To undertake work of foundry, engineering, cement, chemical, electronics as consultant engineers.
8. To undertake and represent foreign and Indian firms as sole selling agents or commission Agents for sales and service work.
9. To purchase or otherwise acquire on lease or become interested in, and undertake in all or any part of the business of manufacturing and dealing in all or any part of the business of manufacturing and dealing in anionic, cationic and non-ionic detergent slurries, industrial detergents, liquid detergents, washing powders, detergent cakes, household and other kinds of detergents, synthetic washing and cleaning powders and allied chemicals, required in the manufacture of and in process of all kinds of chemicals.
10. To advance moneys against raw material and finished goods, chemicals of all kinds and other material received by the Company for processing in the course of its business. But the Company shall not do the banking business defined under Banking Regulations Act, 1949.
11. To construct or otherwise acquire on rent, godowns for storing the raw materials and finished products of the Company and let out the godowns to others.
12. To purchase, take on lease or in exchange or otherwise acquire, erect, maintain, equip, construct, reconstruct, repair, renovate or adopt movable, or immovable property including factory, buildings, residential buildings, guest house, bungalows, quarters, chawls, offices, workshops, godowns, roads, structures, workshops, mills, factories or manufacturing plants, machinery, accessories, implements, appliances, apparatus and other things found necessary and convenient for the purpose of the Company and also to extend the business of the Company by purchasing, acquiring, adding to, altering, enlarging all or any of the buildings,

ills, factories, premises or places, being the property of the Company and by expending from time to time for sums of money as may be necessary or expedient for improving, adding altering, repairing and maintaining the buildings, structures, machinery plant and property of the Company and to sell, mortgage, lease let on hire or otherwise dispose of portion of the same or any of right therein as may be thought desirable.

13. To promote any Company or Companies for the purpose of acquiring all or any part of the property and liabilities of the Company or for any other purpose which may seem directly or indirectly calculated to benefit the company or for carrying out any of the objects, of this company and to pay costs, charges and expenses preliminary or incidental to the promotion, formation, registration or advertising of any such Company.
14. To establish provide, maintain and conduct or otherwise subsidize research, laboratories, experimental, workshop for scientific and technical research and experiments and to undertake and carry on with all scientific and technical researches, experiments and tests of all kinds and to promote studies and research both scientific and technical investigation and inventions to providing, subsidizing endowing, assisting, laboratories, workshops, libraries lectures, meetings, and conference and providing the remuneration of scientific or technical professors or teachers and by providing for the award of exhibitions, scholarships, prizes, grants and bursaries students or independent students, or otherwise and generally to encourage promote and reward students and invention of any kind that may be considered likely to assist any of the business which the Company is authorized to carry on.
15. To apply for, purchase or otherwise acquire patents, brevet invention, licenses, concessions, and like conferring and exclusive or non-exclusive or limited rights to use or any secret or the information as to any invention which may seem capable of being used for any of the purpose of the Company or the acquisition of which may seem capable of being used for any of the purpose of the Company or the acquisition of which may seem calculated directly or indirectly to benefit the Company and to use, exercise, develop or grant licenses in respect thereof or otherwise to turn to account the property, rights or information so acquired.
16. To adopt such lawful means of making known the business of the company as may seem expedient and in particular by advertising in the press, by circulars, by organizing or participating in exhibition by purchase and exhibition of works of art of interest by publishing books, magazines, periodicals, or by granting scholarships, prizes, rewards or donation or any other means found necessary or essential but the Company shall not make any political donations.
17. To do all or any of the above things in any part of the world and as principal, agents, contractors, trustees or otherwise and by or through trustees, agents or otherwise and along or in conjunction with others in connection with the main business of the company to law in force.
18. To enter into any arrangements with any Governments or authorities that may seem conducive to the company objects or any of them and to acquire from any Government (Central or State) or authority, local, municipal or otherwise, any concessions, grant, decrees and the work to develop, carry out, exercise and to turn to account the same.
19. To draw make accept, endorse, discount, execute and Issue promissory notes, bills of exchanges, bills of lading, warrants, debentures and negotiable instruments subject to Reserve Bank of India's directions
20. To lend surplus moneys to such persons and on such terms as may seem expedient and in particular to customers and others having dealings with the Company and to guarantee

the performance of the contracts by such persons but the Company shall not do the Banking business as defined under the Banking Regulations Act, 1949.

21. To carry on business in India and or any part of the world as exporters, importers, merchants, agents, commission agents, adatias, suppliers, dealers in any and all kinds of merchandise and or produce or things and to carry out all kinds of merchandise and /or produce or things and to carry out of financial, commercial trading and other operations and to become and carrying on as member of any association or associations for trading in both forward as well as ready business and to deal or trade or carry on business In all kinds of stocks, goods, securities, debentures, bullion and other commodities.
22. To invest the capital and other money of the company in and to deal in bonds, debentures, obligations or other securities or any Government, municipality or other public bodies. Companies or Associations and to sell, dispose of or Purchase any such bonds, debentures, obligations or other security
23. Subject to the provisions of Section 58-A of the Companies Act, 1956 and the rule made thereunder, to borrow or raise money, deposits or secure the payment of moneys in such lawful manner as the company may think fit in particular by mortgage, legal or equitable or by the issue of perpetual annuities or otherwise charge upon all or one of the Company's properties, both present and future including its uncalled capital and to purchase redeem or pay off such securities provided the Company's properties, both present and future including its uncalled capital and to purchase redeem or pay off such securities provided the company shall not carry on banking business as defined in Banking Regulation Act, 1949.
24. To make gift, or grant bonuses to any person or persons who is are or have been in the employment of the Company, and to provide for the welfare of the persons in the employment of the Company or formerly in its employment (or its predecessors in business) and the wives and families or dependents of such persons, by grant of money, pension, allowances, bonuses profit sharing or making payments towards insurance or by instituting a pension scheme or schemes or superannuation or aiding in the establishment or of association, institutions, funds trust or recreation centers, hospitals, dispensaries, gymkhanas and other manner whatsoever but to no political institution or societies.
25. To ensure any of the properties, undertakings, contracts, guarantees or obligations of the Company of every notice and kind in any manner whatsoever.
26. To enter into any arrangement with employees for profit sharing and giving them rights or interest in the business and assets of the company, either by issue of shares to them or to trustee for them or otherwise and if thought fit to include participation in the control management of the Company business either by conferring the right to nominate on or more directors or officers with or without special power or otherwise.
27. To remunerate any person or Company for services rendered or to be rendered in placing or assisting to place or guaranteeing the placing of any of the shares in the Company's capital or any debentures, debenture-stock or other securities of the Company or in or about the formation or promotion of the Company or the conduct of its business.
28. To give to any officers, servants or employees of the Company any shares or interest in the profits of the Company's business or any branch thereof, and whether carried on by means or through the agency or subsidiary or not, and for that purpose to enter into any arrangements, the Company may think fit.
29. To pay all the costs, charges and expenses incidental to promotion, registration and establishment of the Company and to issue its capital.



30. To dedicate, present or otherwise dispose of either voluntarily or for value and property of the Company deemed to be a national trust, public body, museum, corporation or authority or any trustees for or on behalf of any of the same or the public.
31. To support, subscribe, contribute to or otherwise assist any charitable, benevolent, and religious Scientific international or any other institution, association, organization object or for any exhibition and without prejudice to the generality of the foregoing provisions and the furtherance thereof the company may give, aid support assistance to such individuals and bodies (if incorporated or un-incorporated) in such lawful manner as the Companies thinks fit including in particular :
  - (i) Grant of loans without or at interest or with such securities and repayable in such installments.
  - (ii) Grants or contributions towards maintenance of and support to any individual or body
32. To obtain and provisions order of Act of Legislative for enabling the Company to carry on any of its objects in effect and for effecting the modification of the Company's constitution for any other purpose which may seem expedient, and to oppose any proceedings or applications which may seem calculated directly or indirectly, to prejudice the Company's interests either singly or jointly with others but the Company shall not act as trade union.
33. To guarantee the payment of money unsecured or secured by or payable under or in respect of promissory notes bonds, debentures, debentures stock, contracts, mortgages, charges, obligations but the Company shall not do the banking business as defined, under the Banking Regulations, Act 1956.
34. To subsidize assist any guarantee of payment of money by or by any performance of any contract, engagement of obligation or by any person or Companies, and in particular customers of the company or any person or companies with whom the company may have a intend to have business relations.
35. To the extent directly or indirectly conducive to or incidental to the attainment of the above objects to make and perform contracts. leases and other commitments of every kind.

**(C) THE OTHER OBJECTS NOT INCLUDED IN OBJECTS 'A' & 'B' ABOVE ARE: -**

36. To amalgamate with any other company or companies having objects altogether or in part similar to those of the company subject to the provisions of the monopolies and Restrictive Trade Practice Act, 1969.
37. To acquire, purchase, take on lease, lands, mines, mining rights, plantation towards forests, licenses and other rights and any interests therein to explore, work, exercise and develop and to turn to account the same.
38. To carry on and transact every kind of guarantee and indemnity, business and to undertake obligations of every kind and description and also to undertake excise trusts of all kinds But the Company shall not to the banking business as defined under the Banking Regulations Act, 1949.
39. To deal in purchase, sale, exchange, and / or transfer of securities, shares debentures and in all other forms investments either forms investments either for ready or no reward transaction and to carry on all kinds of investment business.
40. To sell or dispose of the undertaking of Company or any part thereof for such Consideration as the Company may think fit, and in particular for shares, debentures or securities of any other company having objects altogether, or in part similar to those of the company.

41. To carry on the business of leasing and hire purchase finance and to provide on lease or on hire purchase all types of industrial and office plant, equipment, appliances and apparatus, machinery, vehicles and buildings.
42. To provide a package of investment merchant having banking services by acting as Manager to public issue of securities, by underwriting securities, act as issue House and to carry on the business of Registrars to investment schemes, to act as intermediaries such as share transfer agents, Debentures Trustee or trust deed, Registrars to an issue, Managers to issue, Co-Manager to issue, advisor to issue Co-ordinator to issue and to carry on business of Merchant -Bankers, Stock Brokers, Underwriter and Portfolio Managers and to become a member of Stock Exchange[s], over the counter Exchange of India, National Stock Exchange or any such other body in accordance with applicable laws.
43. To carry on business as consultants particularly for matters relating to finance, Investments, tax administration, collaborations, amalgamation, marketing, exports, Imports personnel, manufacturing, engineering, data-processing, legal, government relations and any other functional field of management.

IV. The liability of the members is limited

V. The Authorized Share Capital of the Company is Rs.15,00,00,000 (Rs. Fifteen Crore only) divided into 1,50,00,000 (One Crore Fifty Lacs only) Equity shares of Rs. 101- (Rupees Ten) each.

(5)

We, the several persons, whose names and addresses are subscribed, hereto are desirous of being formed into a Limited Company in pursuance of these Memorandum of Association and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names:

S.No	Name, Addresses, Description and Occupation of Subscribers	No. of Equity Shares taken by each Subscriber	Signature of Subscribers	Signature of witness his Name, Address, description & occupation
1.	<b>S. L. MITTAL</b> S/O MURARILALJI MITTAL 92, Gurukul Colony, RAO INDORE (M.P.) BUSINESS	10 (Ten)	Sd/-	Common Witness to all the subscribers <b>T.S. Joshi S/o Shri S.M. Joshi</b> B. Com., LL. B., F.C.A. Partner : Jain & Joshi Chartered Accountant 21, Gas House Road, INDORE - 452 007
2.	<b>R.C. MITTAL</b> S/o SUNDARLAL MITTAL 92, Gurukul Colony, RAO INDORE (M.P.) BUSINESS	10 (Tne)	Sd/-	
3.	<b>V.C. JAIN</b> S/o. CHANDMAL JAIN 15/1, South Tukoganj INDORE (M.P.) Chartered Accountant	10 (Tne)	Sd/-	
Total No. of Equity Shares taken		30 (Thirty) Equity Share		

Dated : 4/8/83