

UNDER THE COMPANIES ACT, 1956

(1 OF 1956)

**COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
LAURUS LABS LIMITED**

- I. The Name of the Company is **LAURUS LABS LIMITED**.
- II. The Registered Office of the Company will be situated in the State of Andhra Pradesh.
- III. The objects for which the Company is established are:
 - (A) **The Main objects to be pursued by the Company on its incorporation are:**
 1. To manufacture, import, export, buy, sell, distribute, and deal in bulk drugs, dosage forms and pharmaceuticals, fine chemicals, biotech products including any ayurvedic, unani, herbal, nutraceuticals and cosmetic preparations.
 2. To undertake all kinds of consultancy services in pharmaceuticals and carry on research (including active pharmaceutical research) and development, and loan licensing manufacturing, to act as advisers for such of those industrial organizations and research laboratories who may desire to utilize these services in pharmaceuticals, as well as discovery, preclinical and clinical activities, formulations, clinical manufacturing and other outsourced pharmaceutical related activities.
 3. To acquire, invent, develop, providing manufacturing process or design or plant and equipment for the manufacture of drugs, pharmaceuticals, chemicals, food products and install, erect the plant and run the plant for the Company's use or handover, transfer the unit to the entrepreneur, industrialist or business men who has contracted with the company of the above services, and to develop or provide technical know-how, end to end information, technology solutions for drug discovery, drug development, drug manufacturing and drug marketing and distribution and clinical packaging and logistics business, end-to-end solutions for the clinical supply management including study design, forecasting, labeling, and packaging, distribution and returns management.
 4. To establish laboratory facilities for the Company's own purpose or contract research and to conduct analytical and research work of all descriptions and to establish, provide, maintain and conduct, or otherwise subsidize research laboratories and experimental workshops for scientific and technical research and tests of all kinds and to promote studies and research both scientific and technical, investigation and invention by providing, subsidizing, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing for the remuneration of scientific or technical professors or teachers and by providing for the award of exhibition, scholarship, prizes and grants to students or otherwise and generally to encourage, promote and reward studies, researches, investigation, experiment, tests and

inventions of any kind that may be considered likely to assist any of the businesses which the Company is authorized to undertake.

5. To undertake on behalf of clients, in India or abroad, (pharmaceutical, biotechnology, healthcare companies and companies engaged in pharmaceutical research and development) clinical research for pharmaceutical products (including drugs, therapies and medical devices) including study, design, CRF design, protocol development, medical and clinical research monitoring, drug safety monitoring and evaluation of results of clinical research and to undertake import, export, storage and distribution of drugs, pharmaceutical products, equipments, devices and other related items for clinical research purposes.

(B) THE OBJECTS ANCILLARY OR INCIDENTAL TO THE ATTAINMENT OF THE MAIN OBJECTS STATED IN (A) ABOVE ARE AS FOLLOWS:

1. To negotiate, enter into agreements and contracts with Companies, firms and individuals for technical assistance, know-how, secret formula, design and technical and financial assistance in the manufacturing, marketing importing and exporting of any or all of the aforesaid lines.
2. To apply for and obtain assistance either technical or financial from Governments and other organizations, Companies, Firms or Individuals, National or International for developing all or any of the businesses of the Company; upon such terms and conditions as are provided in the Articles of Association of the Company.
3. To acquire the whole or any part of the undertaking and asset of any business, with the same or similar objects of the company and any lands, privileges, rights, contracts, property or effects held or used in connection there-with and upon any such purchase, to undertake the liability of the Company or business house so acquired.
4. To apply for, purchase or otherwise acquire or develop, any patents brevetted, invention licenses, concessions and the like, conferring any exclusive or limited right to or any know-how or other information to any Invention which may seem capable of being used for any of the purposes of the Company, the acquisition of which may seem calculated directly or indirectly to benefit the company and to use, exercise, develop or grant licenses in respect of or otherwise turn to account the property, rights, or information so acquired and to spend money in experimenting upon, resting or improving any such patents, inventions or rights.
5. To amalgamate, enter into partnership or enter into any arrangement for sharing of profits, union of Interests, Co-operation, Joint ventures or reciprocal concessions with any person or Company carrying on or engaged in, about to carry on or engage in, any business or transaction which the company is authorized to carry on or engage in or which can be carried on in conjunction therewith or which is capable of being conducted so as to directly or indirectly benefit the company.
6. To procure the incorporation, registration or other recognition of the company in any Country, State or place to establish and regulatory agencies for the purpose of the Company's business and to apply for or join in applying to any Parliament, Government, Local, Municipal or other authority, to body, Indian or Foreign and to obtain or in any way assist in obtaining any acts of Parliament, laws, decrees,

concessions, orders, rights, or privileges that may be conducive to the Company's objects or any of them and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interests.

7. To pay for any property or business in Shares, Debentures Stock or other stock of the company or partly in one way and partly in another and to take or otherwise acquire and hold shares in any other company having objects altogether or in part similar to those of this Company or carrying on any other business capable of being conducted so as to directly or indirectly benefit this Company.
8. Subject to the provisions of section 58A of the Companies Act, 1956. To receive money on deposit or loan and borrow or raise money in such manner as the company shall think fit, and in particular by the issue of Debentures (perpetual or otherwise) and secure the repayments of any money borrowed, raised or owing by mortgage, charge in lien upon all or any of the property or assets of the Company (both present and future) including its uncalled Capital and also by similar mortgage or 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 of Company as the case may be.
9. To draw, make, accept, endure, discount, execute, and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments but not to Banking business as defined in the Banking Regulation Act, 1949.
10. To advance money for purchase to such persons with or without security and on such terms as may seem expedient and particularly to customers and others having dealings with the Company but not do business of Banking as defined in the Banking Regulations Act, 1949.
11. To invest and deal with the monies of the Company not immediately required in any manner and in particular, to accumulate funds or to acquire or take by subscription, purchase or otherwise how so-ever or to hold share stock in or the security of any company, association or undertaking.
12. To sell, lease, mortgage or otherwise dispose off the property, assets or undertaking of the company or any part thereof for such consideration as the company may think fit and in particular for shares, stocks, debentures or other securities of any other Company whether or not having objects altogether or in part similar to those of the Company.
13. To sell, improve, manage, develop, exchange, enfranchise, lease, mortgage, and dispose of turn to account or otherwise deal with, all or any part of the property and rights of the Company.
14. To pay out of the funds of the Company all expenses, which the Company may lawfully pay with respect to the formation and registration of the Company.
15. To remunerate any persons or Company and pay commission, brokerage, law charges for services rendered or to be rendered.

16. To allot shares in the Company to be considered fully paid up shares in payment of any property of whatsoever description, which the company may acquire.
17. To create any depreciation fund, reserve fund, sinking fund, insurance fund or any special or other fund, whether for depreciation, or for repairing, improving, extending or maintaining any of the property of the company or for redemption of debentures or redeemable preference shares or for any other purpose whatsoever conducive to the interest of the company.
18. To place to reserve or to distribute as dividend or Bonus among the members or otherwise to apply as the company may from time to time think fit, any moneys received by way of premium on shares or debentures issued at a premium by the company and any moneys arising from the same by the company of forfeited shares.
19. To distribute any of the property of the company amongst the members in specie or kind upon winding up.
20. To establish and to support to or aid in the establishment and support of Associations, Institutions, Funds, Trusts and conveniences calculated to benefit employees or ex-employees of the company (or its predecessors in business) or the dependents or connections of such persons and to grant pension and allowances and to make payment towards insurance and to subscribe or guarantee money for charitable or benevolent objects, or for any exhibition, or for any public general useful object.
21. To establish and maintain laboratories for purpose of research and development of Electronics, Civil, Mechanical and Electrical Engineering and to acquire all the necessary scientific electronic and other equipment for the purpose.
22. To extend the business of the Company from time to time in such manner as may be considered advisable by adding to, altering or enlarging, all or any of the building, factories, premises, plant and machinery for the time being the property, or in possession of the company and also by expanding from time to time such sums of money as may be necessary or expedient for the purposes of improving to altering, repairing all or any of the buildings, machinery, plants and property for the time being of the company and to pay for all such extensions, improvements, additions and alterations either in cash or to make advances on them.
23. To open accounts with any individual, firm or company or with any banker or bankers and to pay into and withdraw money from such account or accounts.
24. To do all or any of the above things in any part of the world and either as Principals, Agents, Contractors, Trustees, or otherwise and by to through Trustees, Agents or otherwise either alone or in conjunction with others and to do all such other things as are incidental or conducive to the attainment of all the above objects or any of them.

(C) THE OTHER OBJECTS:

1. To carry on the business as Dairy Farm and Garden and also products such as Butter, Cheese, Biscuits of all varieties, Jams, Fruits, Vegetables, and Pickles of all kinds

preserved Food products of all kinds, Baby Foods and all kinds of confectionery products including chewing gum and Bubble gum.

2. To carry on the business as providers of the requisites for hospital and patients and invalids.
3. To carry on the business of manufacturers, producers, assemblers, dealers, importers, exporters, stockiest, distributors, agents, designers, fabricators, erectors of equipment for chemical and pharmaceutical industry.
4. To carry on the business of fabrication, assembly and erection of structures for industries.

IV. The liability of the members of the Company is limited.

- V. The authorized share capital of the Company is Rs.1,110,000,000/- (Rupees One Billion One hundred ten million only)* divided into 555,000,000 (Five Hundred and Fifty Five Million Only) Equity Shares of par value of Rs.2/- (Rupees Two only)** each

The share capital of the Company (whether original, increased or reduced) may be subdivided, consolidated or divided into such classes or shares as may be allowed under the law for the time being relating to companies with such privileges or rights as may be attached and to be held upon such terms as may be prescribed by the Articles of Association of the Company.

*** Includes authorized share capital of an amount of Rs.35,000,000 (Rupees Thirty Five Million only) divided into 3,500,000 (Three Million and Five Hundred Thousand only) equity shares of Rs.10 each of Aptuit Informatics (India) Private Limited merged with the Company vide Hon'ble High Court of Andhra Pradesh Order dated 18 November 2008. "**

**** Altered pursuant to the approval of the Shareholders at the Annual General Meeting of the Company held on 9th July, 2020.**

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

Sl No	Signature, Name, Address, Description and occupation of the Subscribers	No. of Equity Shares taken by Each subscriber	Signature, name, Address, Description & Occupation of Witness
1	Sd/- Dr Chava Satyanarayana S/o C. Rama Rao Plot No 40 Park View Enclave Manovikas Nagar Secunderabad – 500 009 Occupation: Business DOB: 10-03-1961	9500 (Nine Thousand Five Hundred only)	Sd/- Chunduri Venkata Ramana Murthy S/o C.P.Brahmam Flat C1, Shanthi Sikhara Apts Rajbhavan Road Hyderabad – 500 082 Occupation: Chartered Accountant Membership No: 028938
2.	Sd/- Chunduri Ramakrishna S/o C.P.Brahmam Flat No 107-A, Phase – II Metro Palmgrove Apts Rajbhavan Road Hyderabad – 500 082 Occupation: Business DOB: 15-08-1956 Total No of Equity Shares Taken	5500 (Five Thousand Five Hundred only) 15,000 (Fifteen Thousand only)	

Dated the 14th September, 2005

Place: Hyderabad.