

(THE COMPANIES ACT, 2013)
INCORPORATED
UNDER THE COMPANIES ACT, 1956
[1 of 1956]
COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION
OF
NOVA AGRITECH LIMITED*

**Changed from "NOVA AGRITECH PRIVATE LIMITED" to "NOVA AGRITECH LIMITED" by passing a Special Resolution by the Shareholders of the Company in the Extra-ordinary General Meeting held on 8th day of September 2018.*

(# The Nominal Value of Equity Shares of "Nova Agritech Limited" has been sub-divided from Rs.10/- per share to Rs.2/- per share by passing a Special Resolution by the Shareholders of the Company in the Extra-ordinary General Meeting held on 11th day of February 2023.)

(^Clause III(A) is Memorandum of Association (MOA) of the Company is altered by inserting new sub-clauses 3, 4, and 5 under Clause III(A) by passing a Special Resolution by the Shareholders of the Company in the Extra-ordinary General Meeting held on 11th day of February 2023.)


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I. The Name of the Company is "NOVA AGRITECH LIMITED."

II. The Registered Office of the Company will be situated in the State of Telangana.

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 promote, establish, develop, produce, process, preserve, buy, sell, research, market, import, export and deal in all types of bio pesticides, Bio Fungicides, Bio Fertilizers, all types of Plant Nutrients, Plant Growth hormones, herbal products, Farm Equipment's. Seeds and all necessary agricultural inputs.
2. To encourage organic Farming by providing necessary agricultural inputs like bio pesticides, Bio fertilizers, herbal products and other quality farm machinery equipment to the farmers in addition to the technical guidance to yield good quality produce and also to initiate and facilitate trade among farmers and organic farm fresh buyers.
3. ^To carry on business as manufacturers, producers, researchers, processors, growers, fermenters, distillers, refiners, makers, inventors, converters, importers, exporters, traders, buyers, sellers, retailers, wholesalers, suppliers, indenters, bottlers, packers, movers, preservers, stockiest, agents, sub-agents, merchants, distributors, consignors, jobbers, brokers, concessionaires of agrochemicals, fertilizers, pesticides, insecticides, fungicides, weedicides, micro fertilizers & nutrients, bio pesticides & stimulants, veterinary and livestock feeds and feed supplements and its supplements, growth enhancer, regulator & retarders, micro irrigation system, castor oil, and derivatives or otherwise dealers in fertilizers, micro fertilizer & nutrients, organic fertilizers, pesticides, bio pesticides, bio stimulants and/or to undertake spraying of such chemicals through manual, mechanical and /or aerial operations, alone or in association with other agencies and/or companies. And also to establish, run, acquire, promote, take over and carry on, the business for manufacturing agricultural products and for their research, improvement, promotional activities in agro genetics, agriculture inputs, bio product, biotech and for the purpose carry on land reform, plantation, farming, agriculture and horticulture development and to raise agriculture output for the purpose to own, occupy, purchase, sell, deal in, hold, hire, lease, improve, grow, develop and to set up agriculture farm, houses, orchard, gardens, greenhouses and to grow produce, process, prepare, extract, refine, or otherwise deal in agricultural, horticultural, ayurvedic and homoeopathic products, farm produce, food grain, cash crop, hay, straw, corn, seeds, oil seeds, plants, flowers, vegetables, fruits, edible oil and preparation of any natural or description whatsoever.

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4. ^To carry on business as manufacturers, producers, researchers, processors, growers, fermenters, distillers, refiners, makers, inventors, converters, importers, exporters, traders, buyers, sellers, retailers, wholesalers, suppliers, indenters, bottlers, packers, movers, preservers, stockiest, agents, sub-agents, merchants, distributors, consignors, jobbers, brokers, concessionaires of public health products for pest control and/or of general insect control and other ancillary products.
5. ^To carry on business as manufacturers, assemblers, stockiest, agents, importers, exporters, traders, whole-sellers, retailers, distributors or dealers of all kinds of sprayers for agricultural purposes and all spare parts of such sprayers."

(B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III(A) ARE:-


1. To purchase, lease or otherwise acquire land, building, hereditament and casements for the erection, establishments and maintenance of office for the purpose of the business of the company.
2. To establish and conduct competitions in respect of cross words, anagrams suitable for insertion in any of the publication of the company to hold and promote competition of any description authorized by Law, which may be calculated to enhance or increase the business of the company and to record, broadcast in the electronic media, namely Television, Radio and other medias and to advertise or promote the sale of any publication of the company or of any other person and to offer or give prizes, awards, rewards, compensations and premia in connection with such competitions or otherwise and to give scholarships, privileges, advantages, rights, bonuses or rewards of any kind whatsoever for the purpose of the company and on such terms as the company may deem fit.
3. To enter into partnership or into any arrangements for sharing of profits, union of interests, co-operation joint adventure, reciprocal concessions or otherwise with any person, firm or company carrying on or engaged in, or about to carry on or engage in any business undertaking or transaction which may seem capable of being carried on or conducted so as directly or indirectly to benefit the Company and to lend money, to guarantee the contractors of or otherwise assist any such person, firm or company, and to sell hold, with or without guarantee or otherwise deal with the same.
4. To enter into any arrangements with the Governments of the States or Authorities, Municipal, Local or Otherwise, that may seem conducive for the attainment of the Company's main objects or any of them, and to obtain any such Government or state authority any rights, privileges and concessions, which the company may think it desirable to obtain and to carry out, exercise, and to

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comply with any such arrangements, rights, privileges and concessions.

5. To promote and form and to be interested in, and to take, to apply for acquire, hold and dispose of shares in any other Company having objects similar, altogether or in part, to those of this Company carrying on any business capable of being conducted so as directly or Indirectly to benefit the Company and to subsidiaries or assist any such Company financially or otherwise by subscribing for or guaranteeing the same.
6. To carry out research in design, develop, engineer, alter, exchange or process in any manner, deal either as principal or agents, import Know-how, machinery and equipment including sub-assemblies and other parts and components required for the purpose of business.
7. To plan, design, develop, program and implement systems for the use of all kinds of data processing equipment, system for collection, arrangements and analysis of information and the application of data processing techniques and equipments.
8. To acquire and take over the whole or any part of the Business, Goodwill, Property and Liabilities of any person or persons, firm, Corporation or Undertaking, either existing or new engaged in any Business which the Company is authorised to carry on and to pay for the same either in cash or in shares or partly in cash and partly in shares.
9. To purchase or otherwise acquire by Lease or hire or Exchange Lands, Buildings or Construct, Equip, Maintain, Alter, Improve, Develop and Rearrange or sell Factories/Plants for the purpose of the Company's Business.
10. To carry on the business of import, export distribution of all merchandise and to act as agents, Stockiest, distributors for persons, firms, companies in India and abroad.
11. To carry on the business of builders, developers and contracts and to construct, let out, sell, buy or maintain or otherwise undertake the construction, selling letting out of various types of structures which includes housing complexes, townships, commercial complexes, Industrial complexes, industrial sheds, markets or other buildings residential and commercial or conveniences thereon and to equip the same or part thereof with all or any amenities or conveniences, drainage facility, electric, telephonic, television installations.
12. To construct, let out, furnish and carry on all or any of the functions of the proprietors of flats, rooms, dwelling houses, shops, officer and clubs and for this purpose to purchase, take on lease or otherwise acquire and hold any lands and prepare layouts there on or building of any tenure or description wherever situates or rights or interest therein or connected with to layout, prepare building


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sites and to construct reconstruct, repair, pull down, alter, improve, decorate, furnish and maintain flats, dwelling houses, shops, offices, building works, structural and engineering work, interior designing, graphics and sanitary conveniences of all kinds to layout roads drainage pipes, water pipes and electric installations and to set apart land for pleasure gardens and recreation grounds or otherwise improve and land or any part thereof.

13. To carry on the business of manufactures, dealers, Importer, exporters, designers, and market in wholesale / retail either directly or through agents, distributors, brokers, commission agents, sales persons, and / or through the concept of e-commerce, online shopping, e-net, e-net based customer referral reward programme, e-publishing in consumer goods, electronic and electrical goods, home appliances, health care products, natural resources, plastic items, metals, glassware, commodities, substances, apparatuses, articles, and all types of goods, products and services and things of all kinds capable of being used or which can conveniently dealt in by the company in this connection either in India or abroad.
14. To negotiate and enter into arrangements or contracts with individuals, Firms or Companies or any other Organisations Indian or foreign for carrying out any of the objects of the Company.
15. To appoint Agents, Sub-agents, Dealers, Managers, Canvases, Salesmen for transacting all or any kind of Business which this Company is Authorised to carry on and to constitute agencies of the company in India or in any other Country and to establish branches, Depots, Stores, Distributions linkers in India or abroad.
16. To train or pay the expenses relating to the training in India or abroad of any of the employees of the company or any other person in the interest off or for furtherance of the Company's business.
17. To employ and pay experts, foreign and local consultants, engineers in connection with planning and development of all business connected with the Company's operations.
18. Subject to provision of the Act, to borrow for the purpose of the Company on mortgage of its property or otherwise or any part thereof or on any bond, obligation, Promissory Notes, Debentures, deposit receipts or other securities, payable to bearer or otherwise or on all or any one of them and at such rates of interest and for such period or periods and repayable in such manner and generally on such terms as the Directors may consider desirable, and to repay the same or any part thereof on all or any of such securities, to issue mortgage, Bonds, Obligations, Promissory notes, Debentures, Deposit receipts or other securities as aforesaid on such terms and conditions as the Directors shall

determine, and to charge or secure the same on the undertaking of the company or upon specific property and rights, present and future of the company including, if thought fit, its uncalled capital or otherwise whatsoever.

19. To Guarantee, Draw, Make, Accept, Endorse, Discount, Execute and issue Bills of Exchange, Promissory Notes, Bills of Lading, Warrants, Debentures and other negotiable or transferable instruments or securities and to open Bank Accounts Current, overdraft or savings and to operate the same.
20. To invest and deal with the surplus moneys of the Company, not immediately required, in or upon such investments (other than shares in the company) and in such manner as may from time to time be determined.
21. To give Guarantee or Counter Guarantees to any Bank, Insurance Company or Financial Institution for advances taken, deferred payment Guarantees obtained or any other financial accommodation taken and/or in connection with any business or transactions of the Company, and to remunerate by way of commission or otherwise any person, persons or Company for any such services rendered or to be rendered.
22. To open account with any bank or banks and to pay into and to withdraw moneys from such account or accounts, to advance money for purchases of machinery, materials and stores in connection with the objects of the company.
23. To draw, make, accept, endorse, discount, execute and issue bills of exchange of Government of India and other promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments or securities.
24. To sell or dispose of the undertaking of the company and all or any of the properties or effect of the Company for cash or for stock, shares, or securities or effects of the company for such other consideration as the company may think fit.
25. To pay all the costs, charges and expenses, incidental to the promotion, formation, registration and establishment of the company and to remunerate (by cash or other assets or by the allotment of fully or partly paid shares, by a call or option on shares, debentures, or securities of this or any other company or in any other manner whether out of the company's capital or profits or otherwise), any person, persons or company for services rendered or to be rendered in or about the formation and promotion of the company in the conduct of its business or in introducing any property or business to the company or for any other reason which the company may think proper.
26. To provide for the amelioration and welfare of Directors, Ex-directors, Employees or Ex-employees of the company and their wives, families, dependent or connections of such persons by purchasing, building, or

contribution to the building of houses, dwellings or quarters or by grants of money, pensions, gratuities, allowances, payments towards insurance, bonus, profit sharing bonuses or benefits or any other payments, or by creating, supporting or from time to time subscribing or contributing or adding in the establishment and support or association, institution, funds including provident funds and trusts, and by providing or contributing towards places of instruction and recreation, hospitals and dispensaries medical and other attendances, public health installations, transport services, markets, shops and stores and other assistances, the company shall think fit, subject to the provisions of the Companies Act, 1956.

27. To place a reserve or to distribute as dividend or bonus among the members, or to otherwise apply as the company may from time to time think fit, any money received by way of premium on shares or on debentures issued at a premium by the company, and any money received in respect of forfeited shares, and also any money arising from the sale by the company of forfeited shares subject to the provisions of the Companies Act, 2013.
28. To make donations to such persons or institutions either in cash or in other assets as may be thought directly or Indirectly conducive to any of the Company's objects or otherwise expedient and in particular to remunerate any person or corporation introducing business to our company and to subscribe, or otherwise assist or introducing business to our company and to subscribe, or otherwise assist charitable, scientific religious, benevolent, national, public or other institutions and objects or for any exhibition or for any public, general or other objects and to establish and support or aid in the establishment and support of association, Institutions, funds, trusts and conveniences for the benefit of the employees.
29. To grant pensions, allowances, gratuities and bonuses to existing or former employees and officers (including directors) of the company or their dependents or connections and to make payments towards insurance for any such person and to establish, join and support trusts funds or schemes, whether contributory or non-contributory, with a view to provide pensions or allowances for such persons or to make contributions to other associations, institutions, trusts, funds, schemes, clubs or conveniences calculated to benefit such persons.
30. Subject to the provisions of the Act, amalgamate with any other company having all or any of its objects similar to the objects of the company in any manner, whether with or without liquidation of the company.
31. To render organisation development services, staff recruitment, development and training services and assistance in equipment handling and establishing of systems and procedures including preparation, procurement of manuals of all kinds, literature, business forms and instruction sets, consultancy and

operational services relating to management, economic, commercial, financial and technical in all fields of endeavor whether business, governmental, social educational or any other spheres and to render marketing, market research and development services.

32. To agree to refer to arbitration and to refer to arbitration any dispute, present or future, between the company and any other company, firm or Individual and to submit the same to arbitration in India or abroad either in accordance with Indian or any foreign system of law.
33. To adopt such means of making known the business of the company or of any company in which this company may be interested as may seem expedient and in particular, by advertising in the press, radio, television and cinemas, by circulars, by purchase and exhibition of work of art or interest by publication of books and periodicals and by organizing competitions and granting prizes, rewards and donations.
34. To create any reserve fund, sinking fund, insurance fund or any other special fund under the provisions of the Act, whether for depreciation, for repairing, improving, research, extending or maintaining any of the properties of the company or for any other purpose conducive to the interest of the company.

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

V. #The Authorised Share Capital of the Company is Rs.20,00,00,000/- (Rupees Twenty Crores Only), divided into 10,00,00,000 (Ten Crores) equity shares of Rs.2/- (Rupees Two Only) each. The Company has power from time to time to increase or reduce its capital and to issue any shares in original or new capital as equity or preference shares and to attach to any class or classes of such shares any preferences, rights, privileges or priorities in payment of dividends, or distribution of assets or otherwise, over any other shares or to subject the same to any restrictions, limitations or conditions and to vary the regulations of the company, as far as necessary to give effect to the same and upon the sub- division of the share to apportion the right to participate in profits in any manner.


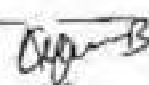
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VI. We, the several persons, whose names, description and address are subscribed hereunder are desirous of being formed into a Company in pursuance of the Memorandum of Association and we respectively agree to take the number of shares in the capital of the company set opposite our respective names

Sl No.	Name, Address, Description Occupation and Signature	No. of equity shares taken by each subscriber	Name, Description Occupation and Signature of the Witness
1	<p><u>Y Sambasiva Rao</u> SAMBASIVA RAO YELURU S/o late NAGESWARAO PLOT NO 400 VASANTH NAGAR KUKATPALLY HYDERABAD - 500072 OCC: BUSINESS DOB: 10-07-1977</p>	<p>9000 [Nine Thousand Equity shares only]</p>	<p> MOUNA UGNIKATA KIKKAT S/o M. Venkateshwarlu 14/2/219/A/GA Ruby Apartment Yellamanchi Hyderabad - 500072 Chartered Accountant</p>
2	<p><u>Pragna B</u> PRAGNA CHAKRABARTY BOBOLURS S/o. TIGRANA RAO BOBOLURS PLOT NO: 400 VASANTH NAGAR KUKATPALLY HYDERABAD - 500072 OCC - BUSINESS DOB - 15th SEPTEMBER 1980</p>	<p>1000 [ONE THOUSAND EQUITY SHARES ONLY]</p>	<p></p>
Total no. of equity share taken		10,000 (Ten Thousand Equity Shares only)	

Place: Camp HYDERABAD

Date: 23-04-2017 For NOVA AGRITECH (P) LTD.


 Director