



सत्यमेव जयते

Company No. 10-04317

Certificate Of Change of Name
in the office of the Registrar of Companies,
Madhya Pradesh, Gwalior
under the Companies Act, 1956.

IN THE MATTER OF **Shree Pacetronix Private Limited** I do hereby certify that pursuant to the provisions of Section 23 of the Companies Act, 1956 and the Special Resolution passed by the Company at its Annual / Extra-ordinary General Meeting held on **31st March, 1992** the name of **Shree Pacetronix Private Limited** has this day been changed to **Shree Pacatronix 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 Ninth day of April One thousand nine hundred and Ninety Two.



Sd/-
(**B. N. HARISH**)
Registrar of Companies
Madhya Pradesh, Gwalior

For Shree Pacatronix Ltd.

(Handwritten Signature)



शरूप आर्ड० आर०

Form I. R.

निगमन का प्रमाण-पत्र
Certificate of Incorporation

ता का सं०

No. 10-04317 of 1988

मैं एतद् द्वारा प्रमाणित करता हूँ कि आज श्री पैसट्रॉनिक्स प्रायवेट लिमिटेड कम्पनी अधिनियम, १९५६ (१९५६ का १) के अधीन निगमित की गई है और यह कम्पनी परिसीमित है

I hereby certify that **Shree Pacetronix 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 २१ पौष शक उन्नीस सौ नौ को दिया गया।

Given under my hand at **Gwalior** this Eleventh day of January One thousand nine hundred and **Eighty Eight**.



Sd/-

(**S. Karmakar**)

कम्पनियों का रजिस्ट्रार
Registrar of Companies
Madhya Pradesh, Gwalior

For Shree Pacetronix Ltd.

Managing Director

(THE COMPANIES ACT, 1956)
(COMPANY LIMITED BY SHARES)
MEMORANDUM OF ASSOCIATION

Of

SHREE PACETRONIX LIMITED

- I. The Name of the Company is **SHREE PACETRONIX 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 :
 - (A) **THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE :**
 1. To carry on the business as manufacturers, producers, processors, importers, exporters, buyers, sellers and dealers in cardiac pace makers, medical products such as implantable cardiac pacemakers, stents HB set valves, cochlear Implants, Cpap Machines, Other Pharmaceutical Products, etc.
 2. To carry on the business of manufacturing, selling, buying, importing exporting and otherwise dealing in medicinal equipments, surgical instruments, contraceptives, I. V. sets, scalp vein sets, perfumes, cosmetics, patent, medicines, artificial eyes, eyes, hospital requisits, vaccines, biological proprietary medicines, jigs, dies, and other electronic components, substances, things used in any such business as aforesaid.
 - (B) **OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS OF THE COMPANY ARE :**
 3. To acquire from time to time and to manufacture and deal in all such merchandise, goods, chattels and effects as may be necessary or convenient for any business for the time being carried on by the company
 4. To acquire and take over the whole or any part of the business property and liabilities of any person or persons, firms or corporation carrying on any business which the Company is authorised to carry on or possessed of any property or rights suitable for the purposes of the Company.
 5. To carry on the business of assayers, chemists distillers, druggists, drysalters, oil and colourmen, importers, exporters, manufacturer and dealers in pharmaceutical, medicinal, chemical, industrial and other preparation and articles, compounds, paints, pigments, drug, dyeware, grinders, makers, dealers in proprietary articles of all chemical, surgical, photographical and scientific apparatus and materials.
 6. To apply for, purchase or otherwise acquire any patents, brevets, invention, licenses concessions and the like conferring on exclusive or non-exclusive or limited right to use any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company or the acquisition of which may seem calculated directly or indirectly to benefit this Company and to use, exercise, develop grant, licences in respect of or otherwise turn to account the proprietary right and information so acquired.
 7. To purchase, charter, hire, construct, equip and maintain, boats, barges, lighters, mills ware-houses, godowns and any other conveniences or erections suitable for any of the purposes of the company.
 8. To enter into any partnership or any arrangement for sharing profits, union of interest, joint venture, reciprocal concession or otherwise with any person or persons or corporation carrying on or engaged in or about to carry on or engage in any business or enterprise which the company is authorised to carry on or engage in any business or transaction capable of being conducted so as directly or indirectly to benefit this Company and or take of otherwise acquire and hold shares or stock in or securities of and to subsidise or otherwise assist any such Company and to sell, hold, reissue, with or without guarantee or otherwise deal with the same.

9. To enter into agreements with any company or persons for obtaining by grant, licence or on other terms, formula and other rights and benefits, technical information, know-how and expert guidance and equipment and machinery for the production and manufacture in India of articles and things mentioned above and to arrange facilities for training of technical personnel by them.
10. To take or otherwise acquire and hold shares, stocks debentures or other interests in any other company having objects altogether or in part similar to those of this company or carrying on any business capable or being conducted so as directly or ineirectly to benefit this company.
11. To manufacture, buy, sell, treat and deal in all kinds of plant, equipment, machinery, apparatus, tools, utensils,, commodities, substances, articles and things necessary or useful for carrying on any of the above business or usually dealt with by persons engaged therein.
12. To enter into any arrangement with any Government or authorities supreme, municipal, local or otherwise that may seem conclusive to the company's objects or any of them and to obtain from any such Government or authority any rights, privileges and concessions which the company may think it desirable to obtain and carry out, exercise and comply any such arrangements, rights, privileges and concessions.
13. From time to time to subscribe or contribute to any charitable benevolent or useful object of a public character including exhibitions the support of which will in the opinion of the company, tend to increase its repute or popularity among its employees, its customers or the public. To give pensions, grautites or charitable aid to any person or persons who have served the company or to the wives, children or other relatives of such persons and to form and contribute to provident and benefit funds for the benefit of any persons engaged by the company, but the company shall not make any political donations, within the meanings of Section 293-A of the Companies Act, 1956.
14. To sell, dispose or mortgage, exchange, lease or transfer the business property and undertaking of the company or any part thereof for any lawful consideration which the Company may deem fit to accept and particular buy shares fully or partly paid up, debentures, debenture stock, bonds or securities of any other Company and/or to promote any Company or companies for the purpose of acquiring all or any of the properties rights and liabilities for this Company or any other purposes which may seem directly or indirectly calculated to benefit this Company.
15. Generally to purchase, or take on lease or exchange, hire or otherwise acquire any real and personal property and right and privileges, which the Company may think necessary or convenient for the purpose of its business and in particular purchase any land, building, easements, machinery, plant stock in trade.
16. To construct, maintin, alter, imporve and enlarge any buildings or works necessary or convenient for the purpose of the company.
17. To construct, carry out, maintain, improve, manage, work, gas works, electric works, factories, warehouses and other works and conveniences which may seem directly or indirectly conclusive to any of the company's objects and to contribute, subsidise or otherwise assist or take part in such maintenance, management, working control and superintendence.
18. To invest and deal with the moneys of the company in any form of investment including shares, stock, bonds, debentures, obligations or other securities fo any company or association or in Government securities or in deposit with bank or banks as may be considered desirable and from time to time to vary such investment.
19. Subject to the provisions of the Companies Act, 1956 to lend money to such persons and on such terms and conditions as may seem expedient with or without security and in particular to customers and others having dealing with the company and to give any guarantee or indemnity as may seem expedient. But the company, will not do banking business as defined under the Banking Regulations Act, 1949.
20. Subject to the provisions of Section 58 (A) of the Companies Act, 1956 and rules made thereunder and Directives of R.B.I. to receive money on deposit with or without allowances of interest, to borrow or raise money with or without security and/or secure the payment of money by mortgage or by the issue of bond mortgages, hypothecation, lien or any other security founded or based or charged upon all or any of the property or rights of the Company or in such other manner as the Company shall think fit and for the purposes aforesaid to charge all or any of the Company's property or assets movables or immovable liquid or otherwise present and future, including its uncalled

capital and collaterally or further to secure any securities of the Company by a trust deed or other assurance and to redeem, purchase or pay off any such security, provided that the Company shall not do banking business as defined in the Banking Regulations Act, 1949.

21. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, hundies, bills of lading warrants, debentures and other negotiable instrument subject to Reserve Bank of India's directives.
22. To adopt such lawful means of making known the productions of the Company as may seem expedient and in particular by advertising in the press, by circular, by purchases and exhibition of work of art or interest by publication of book and periodicals and by granting prizes rewards and donation, but the Company shall not make any political donation.
23. 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 either alone or in conjunction with others, and by or through agents, sub-contractors, trustees or otherwise.
24. To establish and maintain local registers, agencies and branch places of business and to procure the Company to be registered or recognised and carry on business in any part of the world, subject to law in force.
25. To sell, improve, manage, develop, exchange, enfranchise lease, mortgage, dispose off, turn to account or otherwise deal with all or any part of the property and rights of the Company.
26. In the event of winding up to distribute of the company's property among the members in species or kinds.
27. To do all or any of the above things in any part of the world and either as principals, agents, trustees or otherwise and either along or in conjunction with others and by or through agents, subcontractors, trustees or otherwise subject to law in force.

(C) OTHER OBJECTS ARE :

28. To carry on and conduct workshops, engineering works of every description and all kinds of labouratory testing equipments of wood any other substances, iron and steel, brass and other metals.
29. To carry on the business as manufactures or dealers of (new or secondhand) tractors, automobiles, earth-moving equipments, internal combustion engine, bilers, locomotives and compressors.
30. To manufacture and/or deal in automobile parts, spares and components of machineries and to act as agents for manufactures of various parts and components.
31. To cultivate, grow, produce, or deal in any agriculture, vegetable or fruit products and to carry on all or any of the business of farmers, dairymen, milk, contractors, dairy farmers and milk products, condensed milk and powdered milk, cream, cheese butter, poultry, sericulture, pisciculture, bee-keeping, fruits, essences, vegetables, cash crops, and provisions of all kinds, growers of, and dealers in corn, hay and straw, seedsmen and nurserymen, of all types of flower products, flowers essences and to buy, sell manufacture and trade in any goods usually traded in any of the above business inclusive of staple foods and medicinal preparation from milk, vegetables, flowers, animal products or any substitute for any of them associated with the farming interests which may be advantageously carried on by the Company.
32. To carry on the business of buildings, contractors and constructing engineers, To carry on the business of manufacture of bricks, tiles, wood works and other building materials.
33. To carry on the business of an estate and investment company and to buy, underwrite, invest in, acquire, hold and deal in shares, stocks, debentures, debenture stocks, bonds, obligations and securities issued or guaranteed by such company constituted or carrying on business in India or elsewhere and debentures, debenture stocks, bonds, obligations and securities, issued or guaranteed by any Government, State, Dominion, Sovereign Ruler, Commissioners, Public Body or authority supreme, municipal, local or otherwise firm or persons whether India or elsewhere.
34. To carry on the business of approved surveyors and assessors of losses resulting in insurance claims and to account the business of approved valuers of properties, machinery, plants, equipment including automobiles, tractor, and jewellery, etc. for the purposes of taxation, auctions, sales, excise or any other purpose.

35. To carry on the business of running motor lorries, motor taxis, motor mini-buses and conveyances of all kinds on such lines and routes as the company may think fit and to transport passengers and goods and generally to do the business of common carriers.
 36. To carry on and undertake any transaction, operation or business as financiers, promoters, concessionaries, agents and to undertake and carry out all such operations and transactions as an individual capitalist may lawfully undertake and carry out.
- IV. The liability of the members is limited.
- V. The Authorised share capital of the Company is Rs. 5,00,00,000/- (Rupees Five Crores) Only divided into 50,00,000 (Fifty Lacs) Only Equity Share of Rs. 10/- (Rs. Ten only) each and with the rights, privileges and conditions attaching thereto as are provided by the regulations of the Company for the time being with power to increase and reduce the capital of the Company and to divided the shares in the capital for the time being into several classes and to attach thereto respectively such preferential rights privileges or conditions as may be determined by or in accordance with the regulations of the Company and to vary, modify or abrogate any such right, privilege or conditions in such manner as may for the time being provided by the regulations of the Company.

We, the Several persons, whose names and addresses description and Occupations are hereunto subscribed are desirous of being formed into a Company in persuance of this 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 (In full) Addresses Description and Occupation of the Subscribers	No. of Equity Shares taken (in words and figures)	Signature of Subscribers	Signature, name addresses,description and occupation of witness.
1.	ATUL KUMAR SETHI S/o Devendra Kumar Sethi No. 1, Moon Palace Colony, Indore Business/Industrialist	20 (Twenty)	Sd/-	Witness to Signature No. 1 & 2 Sd/- BHAGWANDAS SHARDA Chartered Accountant 120, Jawahar Marg, INDORE
2.	MRS. AMITA SETHI W/o Shri Atul Sethi No. 1, Moon Palace Colony, Indore Housewife	20 (Twenty)	Sd/-	
	Total No. of Equity Shares	40 (Forty) Equity Shares		

Dated : 6.1.1988