

THE COMPANIES ACT, 1956

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

LAXMI DENTAL LIMITED*\$

- I. The name of the Company is LAXMI DENTAL LIMITED*\$
- II. The Registered Office of the Company will be situated in the State of Maharashtra, i.e within the jurisdiction of Registrar of Companies, Maharashtra at Mumbai.
- III. The objects for which the Company is established are:

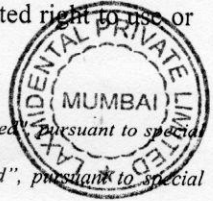
(A) THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:

1. To purchase, sell, Import, Export Fabricate, prepare and to deal in all types of artificial dentures, full and partial acrylic dentures, acrylic and metallic fixed bridges, removable cast partial dentures, metallic and acrylic crowns, all types of ceramic dental prosthesis, all types of dental prosthesis, all types of dental implant dentures injection moulding full dentures and partial dentures, ready made teeth various dental prosthesis, all types of dental raw materials and to establish and setup hundred percent export oriented units for the above purpose.

(B) OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS ARE: -

2. To purchase, import or otherwise deal all types of packing materials, tooth brushes, corks, bottles, containers, tables, and other materials required for the purpose of the business of the company.
3. To purchase buy and decline all types of dental laboratory requisites.
4. To take or otherwise acquire and hold shares in any other company having similar objects.
5. To purchase, take on lease or in exchange, hire or otherwise acquire any immovable or movable property, and any rights or privileges which is company may think necessary or convenient for the purposes of its business and in particular any land, buildings, easements, machinery, plant 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.
6. To lend money to such persons or companies 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 contracts by and obligations of any persons or companies and to give all kinds of indemnities but the company shall not carry on the business of banking as defined the Banking Regulation Act, 1949.
7. To apply for purchase or otherwise acquire any patents, brevets d'invention, licenses, concessions, and the like conferring any exclusive or non-exclusive or limited right to use or

initials
[Signature]



* Name of the Company has been changed from "Laxmi Dental Export Private Limited" to "Laxmi Dental Private Limited" pursuant to special resolution passed for change in name of the Company at the EGM held on June 18, 2024

\$ Name of the Company has been changed from "Laxmi Dental Private Limited" to "Laxmi Dental Limited", pursuant to special resolution passed at the Extra-Ordinary General meeting of the Company held on June 18, 2024.

any secret or other information as to any invention which may seem capable of being used for any of the purpose of 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.

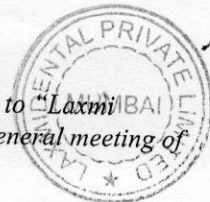
8. To employ experts to investigate and examine into the condition, prospects, value, character and circumstance of business concerns and undertakings of any assets, property of rights.
9. To establish branches or appoint agencies, for or in connection with any of the objects of the company.
10. To adopt such means of making known the products of the company as may seem expedient and in particular by advertising 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 and donations.
11. To establish and support, 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 connection of such persons, and to grant pensions 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 or useful objects.
12. To enter into any arrangement with any government, or authority, supreme, municipal, local or otherwise that may seem conducive to the Company's objects or any of them and to obtain from any such government or authority all rights, concessions and privileges and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
13. To enter into partnership or into any arrangement for sharing profits or losses or for any union of interests joint venture reciprocal concession or co-operation with any person or persons or company or companies carrying on, or engaged in.
14. To sell, lease, grant licenses, easements and other right over and in any other manner deal with or dispose of, the undertaking property assets, rights and effects of the company or any part thereof, for such considerations and in particular for shares, debentures of securities of any other company.
15. To promote or join in the promotion of any company or companies having similar objects for the purpose of acquiring all or any of the property, rights and liabilities of this company and to underwrite shares and securities therein.
16. To invest and deal with the moneys of the Company, not immediately required upon such securities and in such manner as may from time to time be determined.
17. To borrow other than public deposits in such manner as the company shall think fit, and in particular by the issue of debentures or debenture-stock, perpetual or otherwise, charged upon all or any of the Company's property (both present and future) including its uncalled capital and to purchase, redeem and pay off any such securities subject to the provisions of section 58-A and Directives of Reserve Bank of India.
18. To draw, make accept, endorse, discount, execute and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments on securities.
19. To remunerate any persons or company for services rendered or to be rendered in placing or assisting to place or guaranteeing the placing of any shares in the Company's capital or any debenture, debenture-stock, or other securities of the company or in or about the formation or promotion of the company or the acquisition of property by the company or the conduct of its business.



20. To sell, improve manage, develop, exchange lease, mortgage, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Company for the time being.
21. To act either as principals, agents, trustees contractors or otherwise, and by or through agents, sub-contractors, trustees or otherwise, and either alone or in conjunction with others.
22. To establish, provide, maintain and conduct or otherwise subsidise research laboratories and experimental workshops for scientific and technical research laboratories 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 invention by providing, subsidizing, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conference and by providing for the award of scholarships, prizes and grants to students or otherwise and to encourage, promote and reward studies, researches investigation, experiments, tests and inventions of any kind.

(C) OTHER OBJECTS.

23. To carry on business as oil cattle food, manure manufacturers and to prepare, refine, buy, sell and deal in oil, cattle food, manure and chemical substances of every description and the products obtained in the manufacture of oil, and to cultivate, crush, utilize, buy sell and deal in oleaginous seeds and plant of every description.
24. To carry on the business of extracting, manufacturing and refining oils and fats of manufacturers of and dealers in varnish, plant and polish and to purchase, sell and deal in oils, fats, soaps.
25. To carry on business as manufacturers of and dealers in paper, pulp, boards.
26. To construct, improve, maintain, develop, work, manage, carry out or control any buildings, factories or works or any roads, ways, railways, branches or sidings, bridges, wells, reservoirs, water-courses, wharves, warehouses, electric works, shops, stores or other works and conveniences which may seem calculated directly or indirectly to advance the company's interests and to contribute to subsidise or otherwise assist or take part in the construction, improvement, maintenance, development working management, carrying out or control thereof.
27. To finance industrial enterprises and to promote companies engaged in industrial and trading business.
28. To carry on and undertake any business, undertaking, transaction or operation commonly carried on or undertaken by capitalist, promoters, financiers, concessionaires or contracts.
29. To act and deal as full fledged money changer, foreign exchange dealer and to act as agents to or for bankers and to issue and encash foreign currency in cash, travelers cheques and coupons, drafts and various other modes of foreign exchange on their behalf and to act as brokers and agents for insurance companies.
30. To carry on the business of consultants and advisers to individuals, bodies corporate, societies, undertaking, institutions, associations and government local authorities, and other relating to the administration and management, of industry and business; to carry on the business of industrial and business consultants.
31. To carry on and undertake the business of hire purchase, leasing and to finance lease operations of all kinds, purchasing, selling, hiring, or letting on hire all of imported and indigenous plant and machinery, equipments that the Company may think fit and assist in financing of all and every kind and description of hire purchase or deferred payment or similar



transaction and to subsidise, finance or assist subsidising of financing the sale and maintenance of any goods, articles in commodities of all and otherwise deal in all form of immovable and movable property including land and buildings, plant and machinery, equipments, all consumers, commercial and industrial items, and to lease own, run, manage or otherwise deal with them in any manner whatsoever including resales thereof regardless of purchased and leased by new and/or used.

32. To carry on business of Holiday Resorts, Holiday homes, Rest houses, hotels, motels, and to own, construct, manage, run, maintain timeshare resorts, holiday camps, guest houses, cottages, boarding and lodging, inntaverns with all or any amenities or conveniences, drainage facility, electric, telephonic, television installations and other interior decorations and to provide facility of gymnasium, laundry, restaurants, cafes, ice-cream parlors, pubs, bars, beer houses, refreshment rooms, and lodging or apartments, casinos, discotheques, swimming pools, health clubs, baths, dressing rooms, licensed victualers, and to act as wine, beer and spirit merchants, librarian, performers of show carffum rooms, exporters, importers, and manufacturers of aerated, mineral and artificial water and other drinks, purveyors, caterers for public amusement generally.
33. To manufacture, produce, refine, process, formulate, buy, sell, export, import, or otherwise deal in all types of heavy and light chemicals, chemical auxiliaries, chemical elements and compounds, including without limiting the generality of the foregoing, laboratory, and scientific chemicals of any nature used or capable of being used in the pharmaceutical industry, agricultural chemicals, fertilizers, petrochemicals, industrials chemical or any mixtures, derivatives and compounds thereof.
34. To Carry on a business of Travel and tourist agent, and of contractors and to facilitate traveling and to procure and provide for tourist and traveling clients provisions of conveniences, of all kind of booking by air, rail, sea, road and any other means travel and to handle inland and foreign tours and to promote the provisions of kinds of conveniences by means of booking of tickets, circulars tickets, in sleeping cars or berths, seats compartments, coupes, complete bogies, and to reserve places in hotel, motel, guest houses and lodging accommodation, taxi service, motor ships, private motor cars, cruise and ship, motor boats.
35. To carry on the business of Manufacturers sellers, purchaser, importer. Exporter and otherwise deal in subject to law in force from time to time of Goldsmiths silversmiths and jewelers.
36. To act as advisors in the range of the corporate finance and business activities including Joint ventures, collaborations, mergers, acquisitions, de-mergers, divestment, takeovers and to find out logical partners for such ventures as per the need of the clients and also to act as advisors for matters relating to foreign investments in India, outbound investments from India including the regulatory framework relevant thereto.
37. To Carry on business of financial and investment consultants on behalf of the individuals, firms, companies, and other persons in relation to investment banking for shares, stocks, bonds, securities, units, debentures, fixed and other deposits, estates, properties and other assets and also to provide financial consultancy in relation to project finance, arranging for the private equity placements from the Banks, financial institutions and other sources for working capital requirements in India or abroad.
38. To carry on business of and to buy, sell, import export, and deal in all types of health products, including sterilized paper, napkins, sanitary tissues, aerated water, perfumed soap paper strips, medicine items and all types of food items which are for health care including supplementary food items, cosmetics including creams lotions, cleansing milk, Astringent, bleaching cream, henna dyes and other related herbal items.
39. To manufacture, assemble, produce, process, compound, formulate, buy, sell, export, import, rectify, sterilize vaporize, cool, commercialize, develop, operate, protect and to act as agent, stockiest, distributor^ consultants, job worker, contractor, supplier or otherwise deal in pharmaceuticals, chemicals, including fine chemical, heavy chemicals, chemical ancillaries, Industrial and other preparations, drugs, proprietary medicine, vitamin preparations, elixirs,

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drops, tonics, other liquid drugs and medicines, injections tablets, capsules, lotions, ointments, antibiotics, hormones, liver extracts, biological and non biological tablets, capsules, tranquilizers, medicated ointments, Aurvedic products, medicated powders, re-packed drugs, analgesics Antipyretic preparations, Anti diarrhoeal preparations, difestures, Anti-cholinergic preparations, Anti-asthmatic preparations, ophthalmic lotions, and other pharmaceutical products.

40. To build, construct, develop, maintain operate and run departmental stores, shopping, malls, shopping, centers, supermarkets, branches and franchises by offering, selling, textiles, fabrics, dress materials, ready-made garments, fashionwear, hosiery, socks, handkerchiefs, woolenwear, ties, bows, uphosiery, watches, locks, jewellery, precious stones, handicrafts, novelties, showpieces, publications crockeries, glassware, stationery, melamine, ceramic products, toys, sports goods, games, musical instruments, furnishers, suit cases, household and office Appliances, electric and electronic appliances, footwear, briefcases, bags, food products, groceries, accessories centre, children's park, theatres, travel agents and all other items, articles or merchandise required or connected with improvement and maintenance of the life style of human being at large.
41. To carry on business as Project Management Consultant Advisor or otherwise in respect of construction, property developers, real estate, or in any other business and to render services either alone or jointly in part or on Turnkey basis in all Civil. Structural, mechanical and electrical engineering and for that purpose to apply for tender, design and prepare layouts, estimates, and bid for contracts.

IV) The liability of the members is limited.

###V) The Authorised Share Capital of the Company is Rupees 25,00,00,000 (Rupees Twenty Five crores only) divided into 6,50,00,000 (Six Crore Fifty Lakhs) Equity Shares of Face value of Rupees 2/- (Rupees Two only) each and 3,00,000 (Three lakhs) Preference Shares of face value of Rupees 400/- (Rupees Four Hundred) each,

The Authorised Share Capital of the Company has changed pursuant to NCLT order dated April 13, 2017 in connection with amalgamation of Illusion Dental Laboratory Private Limited (Transferor Company) with Laxmi Dental Export Private Limited (Transferee Company) filed with ROC on June 09, 2017.

Pursuant to Ordinary resolution dated June 07, 2024, the Authorised Share Capital of the Company is increased from Rs. 14,46,00,000/- to Rs. 25,00,00,000/-

Pursuant to Ordinary resolution dated June 07, 2024, the Equity Shares of the Company having face value of Rs. 10/- each is sub-divided into Equity Shares having face value of Rs. 2/- each.

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A handwritten signature in black ink, appearing to be "Laxmi", with a large, stylized star-like mark below it.

We, the several persons whose names, addresses and descriptions are hereunder subscribed, are desirous of being formed into a company in pursuance to this **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:

Name, Address, Description and occupations of the Subscriber	Number of Shares taken by each Subscriber	Signature of the Subscriber	Signature of witnesses with addresses and occupation
1. Mr. Rajesh Khakhar S/o Vrajlal Khakhar A/4, Tarapur Garden, 2 nd Floor, near Oshiwara, new link Road, Andheri (West), Mumbai	2500 (Two thousand five hundred equity shares)	Sd/-	<p>Witness to Subscribers</p> <p>Sd/- Shiju Daniel S/o M. O. Thankachan T 24/187, Old Anand Nagar, Santacruz (East), Mumbai- 400 050</p>
2. Mrs Jigna Khakhar W/o Rajesh Khakhar A/4, Tarapur Garden, 2 nd Floor Near Oshiwara, new link Road, Andheri (West), Mumbai	1000 (One thousand five hundred equity shares)	Sd/-	
3. Mr. Ashirwad Nadar S/o Ramaiya Nadar A/102, Karan Co-op. Housing Society, off. Yari Road, Versova, Andheri (West), Mumbai	2500 (Two thousand five hundred equity shares)	Sd/-	
4. Mrs. Roshni Nadar W/o Ashirwad Nadar A/102, Karan Co-op. Housing Society, off. Yari Road, Versova, Andheri (West), Mumbai	1000 (One thousand equity shares)	Sd/-	
5. Mr. Samir Merchant S/o Kamlesh Merchant 12/303, Adarsh Nagar, 2 nd Floor, near Oshiwira Police Station, Andheri (West), Mumbai- 400 058	2500 (Two thousand five hundred equity shares)	Sd/-	
6. Mrs Alka Merchant W/o Kamlesh Merchant 12/303, Adarsh Nagar, 2 nd Floor, near Oshiwira Police Station, Andheri (West), Mumbai- 400 058	1000 (One thousand equity shares)	Sd/-	
TOTAL	10,500		

PLACE: Mumbai
DATE: 06-07-2004



Sign