

Under the Companies Act, 1956

(1 of 1956)

Companies Limited by Shares

Memorandum of Association

Of

OXYGENTA PHARMACEUTICAL LIMITED
(FORMERLY KNOWN AS S.S. ORGANICS LTD.)

- I. The name of the Company is Oxygenta Pharmaceutical Limited
- II. The Registered Office of the company will be situated in the State of Telangana
- III. The main objects for which the Company is established are:

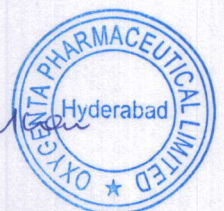
(A) THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:

- (1) To manufacture, refine, purchase, sell, prepare, import, export all classes and kinds of drugs including pharmaceutical preparation and Formulations, organics and inorganic, fine chemicals, and raw materials and intermediates for drugs.
- (2) To manufacture and/or deal in all types of drugs, chemicals, pharmaceuticals and intermediates, on loan/license basis
- (3) To render Professional and Technical Consultancy and advise any individual, firm, company, Government or Statutory Undertaking or Corporation or any other body carrying on any business whatsoever in the fields of Design and engineering, Research and Development, Business Industrial and General Management relating to Chemical Industries.

(B) The Objects Incidental and Ancillary to the Attainment of the Main Objects are:

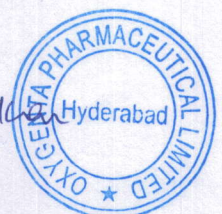
- (1) To buy, sell, manufacture, refine, manipulate, import and export and deal in all substances, apparatus, plant machinery, tools, utensils, materials and things necessary or convenient for carrying out any of the main objects of the company.
- (2) To acquire and hold the benefits and obligations of any other company with a third party under any agreement or contract including foreign, technical and financial collaboration agreement relating to any industry or business which the Company is authorized to carry on.

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- (3) To acquire and undertake the whole or any part of the business, property and liabilities of any person or company carrying on any business which the company is authorized carry on or possessed of property suitable for the purpose of this company.
- (4) To take, 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 business capable of being conducted so as to directly or indirectly benefits this company
- (5) To purchase, take on lease or in exchange, hire or otherwise acquire any immovable or movable property, and any rights or privileges which the company may think necessary or convenient for the purposes of its business and in particular any land, buildings, easement, machinery, plant and stock-in-trade and either to retain any property so acquired for the purpose of the business of the company or to turn the same to account as may seem expedient.
- (6) 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, warehouses, electric works, shops, stores, chawls, and other buildings, outwork and conveniences which may seem calculated directly or indirectly to advances the company's interest and to contribute, subsidise or otherwise assist or take part in the construction, improvement, maintenance, development, working, management, carrying out or control thereof.
- (7) 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 person or companies and to give all kinds of indemnities, and also to invest surplus funds of the company with any banking company, commercial organization and any other business company, firm or individual, but not to do baking business within the meaning of the Banking Regulation Act of 1949.
- (8) To apply for, purchase, or otherwise acquire any patents, inventions, license, concessions and the like conferring any exclusive or non-exclusive or limited rights to use any secret or other information as any invention which may seem capable of being used for the attainment of the main objects of the Company and to use, exercise, develop or grant license in respect of otherwise turn to account the property, rights or information so acquired.
- (9) To undertake, carry out, promote and sponsor rural development including any program for promoting the social and economic welfare or the uplift of the public in any rural area and to incur any expenditure on any program of rural development and to assist execution and promotion thereof directly or through an independent and to assist execution and promotion thereof directly or through an independent agency in any other manner. Without prejudice to the generality of promoting the social and economic welfare or the uplift of the public in any rural area which the Directors consider it likely to promote and assist rural development and the words " rural area " shall include such areas as may be regarded as rural areas under Section 35 CC of the Income Tax Act, 1961 or any other law relating to rural development for the time being in force or as may be regarded by the Directors as rural areas and the Directors may at their discretion, in order to implement any of the above mentioned objects or purposes, transfer without consideration or at such fair or concessional value as the Directors may think fit and divest the ownership of any property of the Company to or in

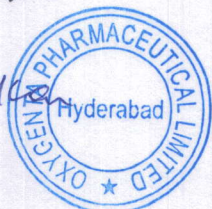
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favour of any public or local body or authority of Central or State Government or any public institutions or Trusts.

- (10) To undertake, carryout, promote, sponsor or assist any activity likely to promote general welfare and uplift of the public or any section of the public in such manner and by such means as the Directors may think fit from time to time up establishment of any Medical Research Centre or Trust, institution of fund having any of the aforesaid objects as one of its objects intended for collection of information and advice on modern techniques for treatment of diseases for the benefit of the rural areas either by itself or through any of its agencies, to provide funds for any such Research Centre established by any Public Medical Trust which serves the needs of the rural public and to transfer assets or funds to the said Research Centre so established as the Directors may approve from time to time.
- (11) To employ experts to investigate and examine into the condition, prospect, value, character and circumstances of any business concerns and undertakings and generally of any assets, property or rights connected with the main objects of the Company.
- (12) To establish branches or appoint agencies for or in connection with the main objects of the Company and to transact all kinds of agency business and in particular in relation to the investment of money, the sale of property and the collection and the receipt of the money.
- (13) To adopt such means of making known the business of the Company as may seem expedient, and in particular by advertising in the press, by circulars, by purchase and exhibition of work of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations.
- (14) To establish and to 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 the business, or the dependent or relatives or such persons and to grant pensions and allowances, and to make payment towards insurance and subscribe or guarantee money for charitable or benevolent objects, or for any exhibition or for any public, general or useful objects.
- (15) To enter into arrangements with any Government or authority supreme, municipal, local or otherwise that may seem conducive to the Company's objects and to obtain from any such Government or Authority all rights, concessions and privileges which the Company may think it desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- (16) To obtain any provisional order or Act of the Government of India or any of its main objects into effect or for effecting any modifications of the Company's constitution or for any other purpose which may seem expedient and to oppose any proceedings or application which may seem calculated directly or indirectly, to prejudice the Company's interests.
- (17) To enter into partnership or into any arrangement for sharing profits or losses or for any union of interest, joint venture, reciprocal concession or co-operations. With any person or persons or company or companies carrying on or engaged in or about to carry on or engage in or being authorized to carry on or engage in, any business or transactions capable of being conducted so as to directly or indirectly help in the attainment of the main objects of this company.
- (18) To sell, lease, grant license, easement, and other rights, over and in any other manner deal with or dispose of, the undertaking, property, assets, rights and effects of the Company, or

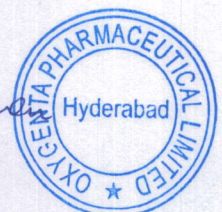
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any part thereof, for such consideration as the Company may think fit and in particular for shares, debentures or securities of any other company.

- (19) To amalgamate, enter into any partnership or partially amalgamate with or acquire an interest in the business of any other company, person or firm, carrying on a business included in the main objects of the company, or enter into any arrangement for sharing of profits, or co-operation, or for limiting competition for mutual assistance, with any such person, firm or Company or to acquire and carry on any other business (whether manufacturing or otherwise) auxiliary to the main objects of the company or connected therewith or which may seem to the company capable of being conveniently carried on in connection with the above, or calculated directly or indirectly to enhance the value of or render more profitable any of the Company's property, and to give or accept by way of consideration for any of the acts or things aforesaid, of property acquired, any shares, debenture- stock or securities that may be agreed upon and to hold and retain or sell, mortgage and deal with any shares, debentures, debentures-stock or securities so received so received, subject to any law in force.
- (20) To promote or join in the promotion of any companies for the purpose of acquiring all or any of the property rights and liabilities of this company or for any other purpose which may seem directly or indirectly calculated to benefit this company and to underwrite shares and securities therein.
- (21) Subject to section 293 and 293-A of the Companies Act, 1956 to support, contribute and to make donations to such persons or institutions and in such cases and either of cash or as may be thought directly conducive to any of the company's objects or otherwise expedient and in particular to remunerate any person or corporation introducing business to this company and to subscribe, contribute or otherwise assist or guarantee money for charitable, Scientific religious or benevolent, national, public or other institutions or for any exhibitions or for any public, general or other objects and to establish and support or aid in the establishment and support of associations, Institutions, funds, and convenience for the benefit of the employees or persons having dealings with the company or the dependents or relatives or such persons and in particulars friendly societies and to grant pensions, allowances, gratuities friendly or other benefit societies and grant pensions, allowances, gratuities and bonuses either by way of annual payments or a lumpsum and to make payments towards insurance and to form and contribute to provident and benefit funds of or for such persons.
- (22) To refer or agree to refer any claims, demands, disputes or any other questions by or against the company and the member or members or his or their representatives or between the company and third party, to arbitration in India or at any place outside india. And to observe and perform and to do all acts, deeds, matters and things to carry out or enforce the awards.
- (23) To invest and deal with the moneys of the Company in such manner as may from time to time be determined but not to do banking business within the meaning of the banking regulations Act, 1949
- (24) To borrow or raise or secure the payment of money in such manner as the company shall think fit, and in particular by mortgage or 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 any part of any such securities.

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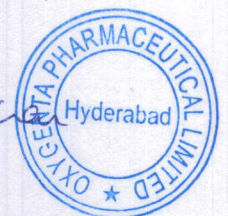


- (25) To draw, make, accept, endorse, discount, execute and issue Bills of Exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments or securities but not to do the business of banking as defined in the banking regulations Act, 1949
- (26) To remunerate any person or Company for services rendered, or to be rendered in purchasing or assisting to purchase or guaranteeing the purchasing of shares of company's capital or any debentures, debentures, stock or other securities of the Company, or in or above the formation or promotion of the company, or the acquisition of property by the Company or the conduct of its business.
- (27) 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.
- (28) To insure the whole or any part of the property of the company either fully or partially, and also to insure and protect and indemnify the company from liability fully or partially and also to insure and protect and indemnify any part or portion there of either on mutual principle or otherwise.
- (29) To do all or any of above things 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.
- (30) To do all such other things as may be incidental or conducive to the attainment of the above main objects.

(C) **OTHER OBJECTS:**

- (1) To carry on business as manufactures of and dealers in anatomical, orthopedic and surgical appliances of all kind, veterinary instruments, medical, curative and healings instruments and equipments generally, artificial eyes and limbs, surgical, hospital, laboratory, observatory, chemical, electrical, photographic and scientific instruments, equipments, supplies furniture, articles and products.
- (2) To manufacture, import, export, buy, sell and deal in all raw materials and other substances used in the manufacture, production or treatment of any product or other substances, articles and things the manufacture of which the Company is authorized to undertake and to turn to account, render marketable and deal in any of the manufacturing process which the company may undertake.
- (3) To carry on the business of manufacture and producers of fats, fertilizers, cattle food, poultry feed, insecticides, manures, sprays, vermifuges, fungicides and remedies of all kinds for agricultural produce growing or other purposes or remedies of men or animals or birds and whether produced from vegetable or animal matter or by any chemical process.
- (4) To buy, sell, manufacture, refine, manipulate, import, export and deal in all substances apparatus and things capable of being used in any business of manufactures of chemicals and medicines as required by customers or persons having dealing with the Company either by wholesale or retail.
- (5) To undertake and transact all kinds of agency business and to act as manufacturer's representatives, distributors, commission agents and selling agents.

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- IV. The liability of the members of the company is limited.
- V. 1. The Authorized Share Capital of the Company is Rs. 37,50,00,000 (Rupees Thirty-Seven Crores fifty Lakhs) divided into 3,75,00,000 (Three Crore Seventy Five Lakhs) equity shares of Rs. 10/- each with a right to increase or reduce the Share Capital in accordance with the provisions of the Companies Act, 1956 and amended Companies Act, 2013.

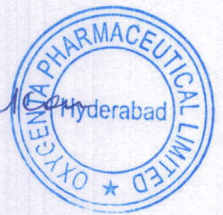
** Amended vide ordinary resolution passed in the Extra Ordinary General Meeting held on 09th May, 2024 to The Authorized Share Capital of the Company is Rs. 37,50,00,000 (Rupees Thirty-Seven Crores fifty Lakhs) divided into 3,75,00,000 (Three Crore Seventy Five Lakhs) equity shares of Rs. 10/- each.*

**Amended vide ordinary resolution passed in the Extra Ordinary General Meeting held on 23rd March, 2023 to Rs.35,00,00,000/- (Rupees Thirty-Five Crores only) divided into 3,50,00,000 (Rupees Three Crores Fifty Lakhs only) Equity Shares of Rs.10/- (Rupees Ten Only) each.*

**Amended vide ordinary resolution passed in the Annual General Meeting held on 30th September, 2019 to Rs.22,00,00,000/- (Rupees Twenty-Two Crores only) divided into 2,20,00,000 (Rupees Two Crores Twenty Lakhs only) Equity Shares of Rs.10/- (Rupees Ten Only) each.*

2. The Share Capital of the Company (Whether original, increased or reduced) may be subdivided, consolidated or divided into such classes of the 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.

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

S.No	Name, address, description and occupation of subscriber	Number of Equity Shares taken by each subscriber	Signature of Subscriber	Name, address, description and occupation of witness
1.	Dr. V. Sai Sudhakar S/o Ragavendhara Rao, Seethal Nursing Home, Jubilee Hills, Hyderabad- 500 034 Occ: Doctor of Medicine	10 (Ten Only)	Sd/-	Sd/- P Anjeneyulu Chartered Accountant S/o Venkatewara Rao 6-3-788/A/9, Ammerpet, Hyderabad
2.	Dr. D. Sadasiva Reddy S/o Bali Reddy 131, Srinagar Colony, Hyderabad Occ: Business	10 (Ten Only)	Sd/-	
Total Number of Shares Taken		20 (Twenty Only)		

Place: Hyderabad
Date: 12-10-1990

V Sai Sudhakar

