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JOINT DISTRICT REGISTRAR
& COLLECTOR OF STAMPS
GADCHIROLI
MAH/CCRA/43/YEAR - 2000

भारत 21346 SPECIAL ADHESIVE
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INDIA STAMP DUTY MAHARASHTRA

Co. No. 135292
Regd./Re
Date of

THE COMPANIES ACT, 1956
26/3/2002
per agent
COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION
OF
ASHA INSTITUTE OF MEDICAL SCIENCES AND RESEARCH
CENTRE PRIVATE LIMITED.

Signature
स्वातंत्र्य पुस्तक निदेशक
राज्य

- I. The Name of the Company is Asha Institute of Medical Sciences and Research Centre Private 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.
- II. 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 in India or outside India the business of reception , treatment and providing medicines to persons suffering from ailment or mental defect or for the reception and treatment of persons during convalescence or of persons requiring medical attention or rehabilitation by acquiring ,establishing, running and maintaining one or more hospital/hospitals clinics and/or dispensaries.

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

2. To do business of running, owning, managing, administering diagnostic Centers, Scan Centers, Nursing Home, Hospitals, Clinics, Dispensaries, Maternity Homes, Child Welfare and Family planning Center, Clinical-Pathological testing laboratories, x-ray and ECG Clinics, operation Theatres, to do the business as consultants and Advisers providing technical Know-how, technical services and allied services for the establishment operation and improvement of Nursing Homes, Hospitals, Clinics, Medical Centers, Diagnostic Centers and Laboratories to provide medical relief to the public in all the branches of medical sciences by all available means, to carry out medical research by engaging in the research and development of all fields of medical sciences and in therapies of medical treatment so as to afford medical relief in a better way.

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3. To establish, provide, maintain and conduct, or otherwise subsidize research laboratories and experimental work shop for scientific and technical research and experiments, to undertake and to carry on scientific and technical researches, experiments and test of all kinds, to promote studies and researches both scientific and technical investigations and inventions by providing, subsidizing endowing or assisting laboratories, workshops, libraries, lectures meetings and conferences and by providing or contributing to remuneration of scientific or technical professors or teachers and by providing or contributing to the awards of scholarships, prizes grants to students or otherwise and generally to encourages promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist any business which the Company is authorized to carry on.

4. ~~To manufacture pharmaceutical preparations in form of tablets, capsules, liquid orals, powers ointments, emulsions, tincture, suspensions, injections, all types of medicines, fine chemicals and bulk drugs, proprietary medicines and act as General Traders in medicines, therapeutic, antibiotics, intermediates and biochemicals.~~

5. To carry on the business of ~~manufacturers, producers, refiners, processors~~, exporters, importers distributors, traders, merchants dealers, ~~manufactures~~, representatives, selling agents, buying agents, recaptures, buyers, sellers, wholesalers, retailers, suppliers and stockists, of all kinds and varieties of surgical instruments , medical equipment's, diagnostic equipment's and instruments, medical kits, disposable and non-disposable syringes, disposable and non-disposable needles, urine collecting bags, poly mask, oxygen tent , netalon catheters, Foley's catheters, endotracheal tubes, tracheotomy tubes plant/cuffed) , nasal oxygen catheter, resuscitation tubes, suction catheter, epidural cannula umbilical cannula, scalp vein sets, intravenous cannula, intra catheter, Ryles tubes, Levin's Tubes infant feeding tubes, rectal catheter, Romo Vac sets, Peritoneal dialyses catheter etc. peritoneal dialysis transfusion sets, Peritoneal catheter, Colostomy kits, infant mucusex tractor, Sterivac cannula, blood administration sets, blood donor sets, infusion sets, micro sets, Plasma aspiration sets, disposable and non-disposable gloves , S.G. and I.V. cannula, V.A. shunt , stethoscopes, sphygmomanometers, ampoules, butterfly needles, microscopes, ophthalmic instruments and equipment's otoscopes, medical containers, thermometers, plastic and aluminum collasible tubes and disposable and non-disposable surgical instruments and kits.

6. ~~To manufacture, develop, convert, sell, purchase~~ ^{sell purchase}, deal in import, export of all kinds of chemicals and their byproduct intermediates, derivatives, formation and compounds.

7. To acquire and undertake the whole or any part of the good will, business, concern, undertaking, property rights, assets and liabilities of any person, firm, association, society, company or corporation carrying on any business which this company, is authorized to carry on or possession of property suitable for the purpose of this company and to pay for the same by shares or debentures of this Company, or by Cash or otherwise, or partly in one way and partly in another or others, and to conduct, expand and develop or wind up and liquidate such business and to purchase and take steps for the acquisition of existing and new licenses in connection with any such business.

8. To enter into partnership or into any agreement for sharing profits, union of interests, co-operation, joint venture, reciprocal concession, license or otherwise, with any person, firm, association, society, company or corporation carrying on or engaged in or about to carry on or engage in any business or transaction which this company is authorized to carry on and give any person, firm or company special rights, licenses and privileges in connection with the above.

9. To form, establish, promote, subsidize, aid, acquire, organize or be interested in any other company or companies having similar objects, or partnership for the purpose of acquiring all or any of the undertaking, property and liabilities of this Company or of any share therein by way of exchange for its shares or otherwise.

10. To take or otherwise acquire and hold, sell, exchange, mortgage, charge or otherwise deal with shares or stock of any other company having objects altogether or in part similar to those of the Company and to amalgamate with any other company having objects altogether or in part similar to those of this Company or otherwise.

11. To acquire by purchase, lease, or otherwise, for the purpose of the Company and its employees any real or personal property, rights or privileges and in particular any land, buildings, rights of way, easement, licenses, concession and privileges, patent rights, machinery, rolling stock, plant, accessories and stock in trade.

12. To acquire from time to time and to manufacture and deal in such stock-in-trade, goods, chattel and effects it may be necessary or convenient for any business for the time being carried on by the Company.

13. To build, construct, alter, maintain, enlarge, pull down, remove or replace and to work, manage and control any building, offices, factories, mills, shops, machinery, engines, road-ways, bridges, reservoirs, warehouses, wharves, electric works and other works and conveniences which may seem calculated directly or indirectly to advance the interests of the company and to join with any other person or company in doing any of the aforesaid things.

14. Subject to the Directives of Reserve Bank of India and provisions of Section 58-A of the Companies Act, 1956, in this behalf to borrow or raise money, ^{other than public deposits} or loans for the purpose of the Company by promissory notes, bills of exchanges, hundies and other negotiable or transferable instruments or by mortgage, charge, hypothecation or pledge or by debentures or by debenture stock perpetual or otherwise, charges upon all or any of the Company's property and assets both present and future, movable and immovable including its uncalled capital upon such terms as the Directors may deem expedient or in such other manner or to take money on deposit or otherwise with or without allowance of interests thereon and to lend money to customers and others having dealing with the Company and to guarantee the performance of contracts by any such persons and to execute all deeds, writings and assurances for any of the aforesaid purposes.
15. To apply for and acquire permits, licenses and quota rights from the Government of India or from State Governments or from Foreign Governments to import and export plant, equipment spare-parts thereof, machinery and raw materials connected with the objects of the Company.
16. To open current, fixed, overdraft or other accounts with any Bank, Bankers or Merchant and to pay into and to draw money from such accounts.
17. To advance and lend moneys on such security as may be thought proper or without taking any security therefor.
18. To invest the funds of the Company from time to time in such assets, properties, securities, shares, bullion, specie or investments or otherwise, as may from time to time be determined by the Directors and from time to time sell or vary all such investments and to execute all assignments, transfers receipts, and documents that may be necessary in that behalf.
19. To enter into any arrangements with any Government or authorities, municipal, local or otherwise or any persons or company or any of them and to obtain from any such Government authority, persons or company any rights, privileges, charters, contracts, licenses and concessions, including in particular rights, in respect of waters, waterways, power supply, road and highways, which the company may think desirable and to carry out, exercise and comply therewith.
20. To apply for and take out, purchase or otherwise by way of license or otherwise any patent rights of inventions, Trade Mark rights, copyrights or secret processes or technical aid or know-how, which

may be useful for the Company's object and to grant licenses to use the same.

21. To act as Buying and Selling Agents of any Company and to do and perform wholly or partly the several duties, services and offices which the Buying and Selling Agents of any Company usually do and perform and to undertake and to become bound by conditions of any agreement entered into for any purposes.

22. To acquire and undertake all or any part of the business, property, and liabilities of any person, firm or association of persons or company carrying on or proposing to carry on any business which the Company is authorized to carry or on which can be carried on in conjunction therewith or which is capable of being conducted directly or indirectly to the benefit of this Company.

23. To promote any company or companies for the purposes of acquiring all or any of the property rights and liabilities of the Company or to acquire or hold shares in any other company for any other purpose which may seem directly or indirectly to benefit the Company.

24. To amalgamate with any other company or body or persons having objects altogether or in part similar to those of this Company.

25. To pay all costs, charges, and expenses, preliminary and incidental to the promotion, formation, establishment and registration of the company.

26. 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 works of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations and by establishing centers or laboratories for research, testing.

27. To establish or support or aid in establishment or support of association, institutions, funds, trusts and conveniences calculated to benefit the employees or ex-employees of the Company or the dependents of such persons and to grant pensions, allowances and to subscribe or guarantee money for charitable or benevolent objects or for any exhibition or for any public objects.

28. To aid pecuniary or otherwise any association, body or movement having an object the solution, settlement or surmounting of industrial or labour problems or troubles.

~~28.~~ 28 To prescribe or donate or guarantee money for any national, charitable, benevolent or public in or any other object or for any exhibition subject to the provisions of the Companies Act, 1956.

~~30.~~ 29 To establish, maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefits of or to give or procure the giving of donations, gratuities, pensions, allowances or emoluments to any person who are or were at any time in the employment or service of the Company or of any Company which is a Subsidiary of the Company or who are or were at any time Directors, officers, or employees of the Company or any such other company as aforesaid and the wives, widows, families and subsidize and subscribe to any institutions, associations, clubs or funds, calculated to be for the benefit of and to advance the interest and well being of the company or of such other Company as aforesaid and make payments to or towards the insurance of any such persons as aforesaid and to any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.

~~31.~~ 30 In furtherance of the objects of the company among other things:

- a) To pay to promoters, directors such remuneration and fees and otherwise recompense them for their time and for the services rendered by them.
- b) To pay on behalf of the employees of the company any expenditure incurred for the purposes acquiring any technical or engineering qualification necessary in the interest of the company, s object.

~~32.~~ To act as principals, agents, trustees, contractors or otherwise.

~~33.~~ 32 To guarantee the payment of moneys secured by or payable under or in respect of promissory notes, bonds, debenture stock, contracts, mortgages, charges, obligations, instruments, and securities of any company or of any authority Municipal, local or otherwise or of any person whatsoever, whether incorporated or not incorporated and generally to guarantee or become surety for the performance of any contracts or obligations.

~~34.~~ 33 To create any depreciation fund, reserve fund, sinking fund, insurance fund or any special fund whether for depreciation or for repairing, improving, extending or maintaining any of the property of the Company for redemption of debentures or for special dividends or for equalizing dividends or for any other purposes whatsoever and to transfer any such funds or part thereof to any of the other funds herein mentioned.

~~35.~~ 34 Subject to the provisions of the Companies Act, 1956 to distribute amongst the members any assets of the Company in specie in the event of winding up of the Company.

(C) OTHER OBJECTS : are

- 35 36. To carry on the business of manufacturing, selling and otherwise dealing in flash lights, lamp ware, stoves and spares, batteries of all types, train lighting, sets flash light bulbs, electrical accessories for cars, electrical instruments and appliances and all or any materials, articles and things used for or in connection aforesaid or for which the machinery plant and the staff of the company may be conveniently used and from the residue or substances obtained in the process of manufacture of the articles and things aforesaid.
37. To carry on business of Fabrication of steel windows, grills, shutters, heavy and light steel structure and to undertake job work and manufacture of all steel material and to undertake supply of material to Government etc.
- 37 38. To manufacture ^{pharmaceutical preparations in form of tablets, capsules, liquidals, lozenges, ointments, emulsions, tincture, suspensions, injections, multiple medicines, fine chemicals, building,} ~~To transact every kind of agency business in any commodity.~~ ^{Propriety Medicines and act as a general traders in Medicines therapeutic, antibiotics, intermediates and biochemicals.}
- 38 39. To establish, in chemical and other industrial products provide, maintain and conduct or otherwise subsidize research, laboratories and workshop, or scientific and technical experiments and tests of all kinds and to promote studies, research, (both scientific and technical) investigation and invention by providing laboratories and workshops or by subsidizing laboratories and workshops.
40. To carry on the business as general merchants, estate agents, builders, Contractors, Consultants and advisers and as importers, exporters, agents, buyers and sellers of and dealers in mechanical, electrical, refrigeration, air-conditioning and other products, apparatus, tools, appliances and other commodities, articles, goods or things of every description including wheat, rice, straw and other type of straws, forest products, compositors, cotton rags, cotton linters, cotton waste.
41. To enter into any arrangements with any authorities and generally to carry on and undertake any business, undertaking, transaction or operation commonly carried on or undertaken by capitalists, promoters, financiers, concessionaires, contractors for public works (other than any insurance business within the meaning of the Insurance Act IV of 1938 and also banking business under the Banking Regulation Act, 1949).
42. To do general business as purchasers and sellers, importers and exporters in any line or lines that may be found suitable and profitable.
43. To carry on the business of an Investment and or Leasing Company and to buy, underwrite, invest in, acquire, hold and deal in shares, stocks, debentures, debentures-stock, bonds, obligations and

securities of any kind issued or guaranteed by any company constituted or carrying on business in India or elsewhere and debentures, debenture-stock, bonds, obligations and securities issued or guaranteed by any government, state, public body or authority, firm or person in India or elsewhere.

44.

To carry on the business of financing the public for the purpose of lands, buildings, agriculture, trade, any industry by way of loans, deposits, advances secured or unsecured.

45.

To carry on business of manufacturing, assembling, importing, exporting, hiring, letting on hire or distributing or dealing in earth-rammers, hole sinkers, boring, sampling equipment's, road breakers, drills, jigs and any other kind of road building, equipment's and all component parts, spare parts, accessories, equipment and apparatus for use in connection therewith.

46.

To carry on business of manufacturing, assembling, altering, buying, selling reselling, exchanging, exporting, hiring letting on hire or distributing or dealing in all kinds of machineries equipment's, machine tools, and engineering goods of every description and particular road building tailors forgings, machine tools and equipment's, engineering goods and things in any stage or degree of manufacture, process or refinement.

47.

To manufacture, buy, sell import, export, refine, manipulate or otherwise deal in hardware of all kinds including nails, screws, nuts, bolts, rivets, tools, cutlery instruments, machinery, accessories, mill gin stores, ores and metals things and articles manufactured from them, glassware, chinaware's, earthenwares, articles made from plastic or by synthetic or other process leather goods, all articles made from bone or tusks, paints, varnishes and all other articles generally dealt in by hardware merchants.

48.

To manufacture, buy sell, exchange, repair, let out on hire and generally deal in all kinds of household goods and furnishings, China glass and all descriptions of hardware, jewelry and other articles of use or ornament and all kinds of sport requisites, machinery, engines, rolling stock, tools, implements, utensils, conveniences, effects stores, materials, merchandise.

49.

To carry on business as manufacturers, dealers, distributors and agents for all kinds of papers, packing papers, Kraft's, asphalt's, bituminised laminated, textile, waterproof, wax coated, and sulphite papers, vegetable parchment, glazed and unglazed imitations, parchment papers, tissue papers, toilet papers, corrugated papers, colophane papers, hessian lined, leatherette, and lining papers, and all kinds of boards either paper, wooden, fibre, plywood, thermocole, timber, fibre glass and all kinds of cartons and other packing cases in

any form made from metal, polythene, paper wood, cloth, linoleum, leather, or imitation leather.


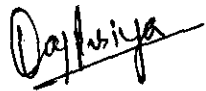
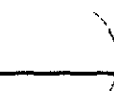
50. To undertake, carry out, promote and sponsor Rural Development or assist any activity for the promotion of social and economic welfare and growth of national economy and for discharging what may be considered to be social and moral responsibilities of the Company to the public or any section of the public as also any activity likely to promote National Welfare or Social Economic or Moral uplift of the public or any section of the public and in such manner and by such means as the directors may think fit, and may without prejudice to the generality of the foregoing, undertake, carry out, promote, and sponsor any activity for publication of any books, literature, newspapers, etc. or for organising lectures or seminars likely to advance these objects or for giving merit awards, for giving scholarship, loans, or any other assistance to deserving studies or academic pursuits or researches and for establishing, conducting or assisting any institutions, funds, trusts having one of the aforesaid objects as one of its objects, by giving, donations or otherwise in any other manner and in order to implement any of the above mentioned objects or purpose, transfer without consideration or at such fair or concessional value and subject to the provisions of the Companies Act, 1956 divest the ownership of any property of the company to or in favour of any Public or Local Body or Authority or Central or State Government or any Public Institutions or Trust.

IV. *The liability of the members is limited*

V *The authorised Share Capital of the company is Rs. 1,00,000.00* (Rupees One Lakh only) divided into 1000 (One thousand) Equity Shares of Rs. 100/- (Rupees Hundred) each with ~~power to increase or reduce the capital and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, deferred, special or qualified rights, privileges or conditions as may be determined by or in accordance with Articles of Association of the Company for the time being and to vary, modify or abrogate such rights, privileges or conditions in such manner as may be permitted by the Act or by the Articles of Association of the Company for the time being.~~

(b) *The Minimum laid up Capital of the Company shall be Rs 1lac only (one lac only)*

We, the several persons, whose names, addresses and descriptions are hereunder subscribed below, are desirous of being formed into a Company in pursuance of 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 occupation of each Subscriber.	Number of equity shares taken by each Subscriber	signature of subscriber	Signature of witness and his name address, description and occupation
1) Dr. Rajendra No. 10 Rambabu Agarwal Rambabu Agarwal Lohiya marg, Kamptee -441002 DIST: NAGPUR Medical Practitioner	750 (Seventy five) (Seven hundred & fifty)		 witness to all: VINOD TULSIDAS TADPURIYA
2. Smt Alka Rajendra Agarwal No. 10 Rambabu Agarwal Lohiya Marg Kamptee - 441002	250 (Twenty five) (Two fifty)	A. Agarwal	OCC: CHARTERED ACCOUNTANT RAIBAHADUR LANE, KAMPTEE DIST: NAGPUR PINCODE: 441002
DIST: NAGPUR MAHARASHTRA OCC: Salaried	1000 (ONE THOUSAND)		

Nagpur, Dated : 13th March 2002