

The Companies Act, 1956
Company Limited by Shares
Memorandum of Association
of
SUDARSHAN COLORANTS INDIA LIMITED

- I. The name of the Company is **SUDARSHAN COLORANTS INDIA LIMITED***
**Amended by Special Resolution passed by the shareholders through Postal Ballot on December 06, 2025*
- II. The registered office of the Company will be situated in the State of Bombay.
- III. The objects for which the Company is established are:
- (1) To carry on at such places in India or elsewhere as may be determined by the Directors of the Company the business of manufacturing and selling of Pigments, Pigment emulsions, dispersions, Binder materials, Thickeners, Chemicals, Dyes and manures and also as Chemical brokers, Drysalters and merchants in all its respective branches, either as principal or as agents.
- (1a) To carry on the business of manufacturing, processing, formulating, refining, marketing, purchasing, selling, trading, importing, exporting and indenting of dyestuffs, pigments, additives, food preservatives and colors, coloring preparations, organic and inorganic chemicals, specialty chemicals, masterbatches, gypsum, plasters, pesticides, fungicides, weedicides, insecticides, plasticizers, synthetic adhesives, clarifying agents or brewery aids and their intermediates and by-products of all kinds, types, sorts, classes, descriptions and for all applications.
- (1b) To set up, establish, institute, operate and maintain waste processing and waste disposal plants for all kinds and types of wastes including industrial wastes and hazardous wastes.
- (1c) To set up, institute, establish, provide, maintain laboratories and workshops for conducting all kinds and types of research and development activities, experiments, investigations, inventions, discoveries, studies and the like.
- (2) In particular, and without prejudice to the generality of such last stated object, to carry on the business of dealers in metal, metal agents, chemists, druggists, drysalters, oil and colourmen, Importers and manufacturers of and dealers in pharmaceutical, medicinal, chemical, industrial, and other preparations and articles, compounds, cements, oils, paints, pigments and varnishes, drug, dyeware, paint and colour grinders, makers and dealers in proprietary articles of all kinds, and of electrical, chemical, photographic, surgical and scientific apparatus and materials.

For Sudarshan Colorants India Limited

Authorised Signatory
DIN: 11069055

1

For Sudarshan Colorants India Limited

Authorised Signatory
DIN: 00018628



- (3) To carry on the trades or business of manufacturing and distributing chemists and druggists, either wholesale or retail, together with all or any trades or business usually carried on in connection therewith, and to prepare, manufacture, import, produce, buy, sell and deal in all kinds of salts, acids, alkalies, drugs, Medicines, medicaments, Herbs, pharmaceutical, chemical and surgical materials and appliances and patent or proprietary medicines, drugs or articles, perfumes, scents, oils, dyeware, pigments, paints, varnishes, toilet requisite, photographic materials, scientific, electrical, surgical and optical instruments and apparatus and other articles and things.
- (4) To buy, sell, manufacture, refine, manipulate, import, export and deal in all substances, apparatus, and things capable of being used in any business which the Company may or may have power to engage in or required by any customers or persons having dealings with the Company either wholesale or retail.
- (5) To seek for and secure opening for the employment of capital in any part of the world, and with a view thereto to prospect, inquire, examine, explore, and test, and to despatch and employ expeditions, commissioners, experts and other Agents.
- (6) To acquire from any sovereign state government (central or provincial) or authority, supreme, local or otherwise, any concessions, grants, decrees, rights or privileges whatsoever, which may seem to the Company capable of being turned to account, and to work, develop, carry out, exercise and to turn to account the same.
- (7) To purchase or otherwise acquire, sell, exchange, deal in and turn to account property and rights of all kinds and in particular lands, buildings, mines, mining rights, concessions, patents, licences, monopolies, stations, farms, public works, tools and business concerns and undertakings.
- (8) To carry on the business of iron founders, steel merchants, tinplate makers and mechanical engineers, manufacturers of and suppliers of iron, steel, implements, and machinery of every description, aero or ship's engines, tool-makers, brass founders, metal-workers, boiler-makers, mill-wrights, machinists, iron and steel converters, smiths, wood-workers, builders, painters, metallurgists, electrical engineers, water supply engineers, gas-makers, and to buy, sell, manufacture, repair, convert, alter, let on hire, and deal in iron, steel, machinery, implements, rolling-stock, and hardware of all kinds, and to carry on any other business connected therewith (manufacturing or otherwise including that of Importers, Exporters, Suppliers and Retailers of any or all of the foregoing articles).
- (9) To carry on any business relating to the winning and working of minerals, the production and working of metals, and the production, manufacture and preparation of any other materials which may be usefully or conveniently combined with the engineering or manufacturing business of the Company,

For Sudarshan Colorants India Limited



Authorized Signatory

DIN: 11069055

For Sudarshan Colorants India Limited



Authorized Signatory

DIN: 00018628



and either for the purpose only of such contracts or as an independent business.

- (10) To undertake and execute contracts for works involving the supply or use of iron, steel, machinery or implements and to carry out any ancillary or other works comprised in such contracts.
- (11) To carry on the business of a steam and general laundry, and to wash, clean, purify, scour, bleach, wring, dry, iron, colour, dye, disinfect, renovate, and prepare for use all articles of wearing apparel, household, domestic, and other linen, and cotton and woollen goods and clothing and fabrics of all kinds, and to buy, sell, hire, manufacture, repair, let on hire, alter, improve, treat, and deal in all apparatus, machines, materials and articles of all kinds, which are capable of being used for any such purposes.
- (12) To carry on business as manufacturers of chemicals and manures, distillers, dye makers, gas makers, metallurgists, and mechanical engineers, and to carry on any other business whether manufacturing or otherwise connected therewith.
- (13) To purchase, charter, hire, build, or otherwise acquire, steam and other ships or vessels, with all equipments and furniture, to employ the same in the conveyance of passengers, mails, troops, ammunitions of war, livestock, meat, corn and other products and of treasure and merchandise of all kinds between such ports in any part of the world as may seem expedient and to acquire any postal subsidies.
- (14) To carry on the business of merchants, carriers by land, water and air, shipowners, warehousemen, wharfingers, barge owner, lightermen, forwarding agents, underwriters and insurers of ships, goods and other property, and ice merchant and refrigerating store keepers.
- (15) To employ properly qualified persons to act on the Company's behalf as pharmaceutical and analytical chemists, and as advising chemists, and as opticians or otherwise in any manner in which any such persons might act if they were carrying on upon their own behalf any of the business of the Company.
- (16) To explore, examine, investigate, test, make experiments, obtain reports, opinion of experts, certificates, analysis, surveys, plans, descriptions and information in relation to any property or rights which the Company may acquire or become interested in, or may propose to acquire to become interested in, or with the view of discovering properties or rights which the Company may acquire or become interested in and to engage, employ, pay fees to retain the services of and send to any part of the world, agents, explorers, experts, engineers, lawyers, counsel and others.
- (17) To buy, sell, refine, manipulate, prepare, manufacture, import and export, (both wholesale and retail), in commodities of all kinds and whether solid or

For Sudarshan Colorants India Limited



Authorised Signatory DIN: 11069055

3

For Sudarshan Colorants India Limited



Authorised Signatory



DIN: 00018628

- liquid which can conveniently be dealt in or manufactured by the Company in connection with any of its objects.
- (18) To undertake, carry out, promote and sponsor rural development including any programme for promoting the social and economic welfare or uplift of the public in any rural area if the Directors consider it likely to promote and assist rural development and to give contributions to any recognized authority or institution and/or to incur any expenditure on any programme of rural development and to assist execution and promotion thereof either directly or through an independent agency or in any other manner. Without prejudice to the generality of the foregoing, 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 abovementioned 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 favour of any Public or Local Body or Authority or Central or State Government or any Public Institutions or Trust or Funds as the Directors may approve.
- (18A) To undertake, carry out, promote and sponsor or assist any activity for the promotion and growth of the national economy and for discharging what the Directors may consider to be the social and moral responsibilities of the Company to the public or any section of the public as also any activity which the Directors consider likely to promote national welfare or the social, economic or moral uplift of the public or any section of the public and in such a manner and by such means as the Directors may think fit and the Directors 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, scholarships, loans or any other assistance to deserving students or other scholars or persons to enable them to pursue their studies or academic pursuits or researches or for establishing, conducting or assisting any institution, fund, trust, etc. having any one of the aforesaid objects as one of its objects, by giving donations or otherwise in any other manner 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 favour of any Public or Local Body or Authority or Central or State Government or any Public Institutions or Trusts or Funds as the Directors may approve.

(The aforesaid alterations were confirmed by the Company Law Board, Western Region Bench, in terms of its Order dated 12th October, 1978).

For Sudarshan Colorants India Limited



Authorized Signatory

DIN: 11069055

4

For Sudarshan Colorants India Limited



Authorized Signatory

DIN: 00018628



- (19) To carry on the business of manufacturing cultivating, producing, purchasing, selling or dealing with any form of linen, hemp, jute, ramie, cotton, manila hemp, sisal aloe, pineapple fibre, rubber, cocoanut fibre, straw, wool, worsted, hair, mohair, asbestos, glass, metals, cloth and textile fabrics generally thread, hosiery, lace, hats, gloves, collars, leather goods, boots and shoes, rubber goods, sports and athletic goods, and fibrous goods of all kinds, whether animal, mineral, vegetable or artificial.
- (20) To carry on the business of manufacturers of and dealers in textile bleaching, auxiliaries, and dyeing materials, and materials of all kinds for processing, treating and finishing textiles, cloth, and other materials and goods of all kinds, and to carry on the business of dyers, bleachers, painters, mercerisers, processers and finishers.
- (21) To carry on business as manufacturers of any dealers in, all kinds of cookers and cooking equipment and of all kinds of hardware, including stoves, ranges, boilers, geysers, and ventilating apparatus and fittings, whether for use with gas, liquefied gas, electricity, coal, oil or otherwise.
- (22) To manufacture, produce, reel, purchase, dispose of deal with silk (both natural and artificial), silk cocoons and silk waste and their products at any stage or in any form and to conduct any transactions whatsoever in regard to natural and artificial silk, silk-worm eggs, silk-forms, silk-form foods, cocoons or their derivatives and all by-products thereof and textile products generally, and in connection therewith, to acquire, construct and operate gardens, granaries, filatures, spinning, throwing, weaving, bleaching, dyeing, printing etc. plants or other appliances, or machinery connected with rearing reeling, throwing, weaving and dyeing and with textiles, buildings, mills, factories, and other works. And to plant, cultivate, produce and raise or purchase or dispose of and deal in mulberry and any other crops and establish and transact such other work or business as may be proper or necessary in connection with the objects mentioned in this sub-clause or any of them.
- (23) To carry on the business of manufacturers and producers of and dealers in fats, fertilizers, manures, dips, sprays, vermifuges, fungicides, medicines and remedies of all kinds for agricultural, fruit-growing or other purposes or as remedies for men or animals and whether produced from vegetable or animal matter or by any chemical process.
- (24) To carry on the business of manufacturers of and dealers in waterproof goods, clothing, and materials and imitation leather, leather oil cloth, plastics, linoleum and tarpaulins, and of manufacturers of and dealers in materials for waterproofing and treating cloth and other materials and goods of all kinds.
- (25) To carry on all or any of the aforesaid business either as the principal business of the Company or as a separate or additional business, and to

For Sudarshan Colorants India Limited



Authorised Signatory

DIN: 11069055

5

For Sudarshan Colorants India Limited



Authorised Signatory



DIN: 00018628

carry on any other business whether manufacturing or otherwise which may seem to the Company capable of being conveniently carried on in connection with the above, or calculate directly or indirectly to enhance the value of, or render profitable any of the Company's property or rights.

- (26) To purchase, take on lease or fee farm grant, or otherwise acquire, construct, erect, lay down, maintain, improve, manage and work any roadways, tramways, railways, bridges, reservoirs, wells, pipe lines, water courses and other works including fuel stores and fuel stations which may seem conducive to any of the Company's objects or to contribute to or assist in any such operation.
- (27) To erect, construct, lay down, enlarge, alter and maintain, any buildings, works, and machinery necessary or convenient for the Company's business.
- (28) To sell, mortgage, assign, convey, let on lease or fee farm grant or otherwise dispose from time to time of all or any of the concessions, rights, interests, lands, roads, and premises, plant, machinery or apparatus and other property of the company, or such other part or parts thereof as may be considered expedient.
- (29) To grant any leases, privileges, concessions or rights whether over, in upon or affecting any property of the Company.
- (30) To borrow or raise, or secure the payment of money for the purposes of the Company in such manner and on such terms as may seem expedient, and in particular in the issue of debentures or debenture stock whether perpetual or otherwise, and charged or not charged upon the whole or any part of the property of the Company, both present and future, including its uncalled capital.
- (31) To apply for, purchase or otherwise acquire, any patents, licences and the like, conferring an exclusive or non-exclusive or limited right to use, or 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 rights and information so acquired.
- (32) To purchase, subscribe for otherwise acquire, and to hold the shares, stock or obligations of any government, local authority company or corporation in India or elsewhere, and upon a distribution of assets or division of profits to distribute any such shares, stock or obligations amongst the Members of the Company in specie.
- (33) To issue, place, underwrite, or guarantee the subscription of, or concur or assist the issuing or placing, underwriting, or guaranteeing the subscription

For Sudarshan Colorants India Limited

Authorised Signatory DIN: 11069055

For Sudarshan Colorants India Limited

Authorised Signatory
DIN: 00018628



of shares, debentures, debenture stock, bonds, stocks and securities of any company whether limited or unlimited, or incorporated by statute or otherwise, at such times and upon such terms and conditions as to remuneration and otherwise as may be agreed upon.

- (34) To invest money at interest on the security of land of any tenure, buildings, farming stock, stock, shares, securities, merchandise, an any other property, and generally to lend and advance money to any persons, firms and companies, with or without security, and upon such terms and subject to such conditions as may be deemed expedient.
- (35) To take part in the management, supervision, or control of the business, or operations of any company or undertaking, and for that purpose to appoint and remunerate any directors, accountants, or other experts or agents.
- (36) To employ experts to investigate and examine into the conditions, prospects, value, character, and circumstances of any business concerns and undertakings and generally of any assets, property or rights.
- (37) To enter into any agreement with any Body Corporate for the benefit of this Company.
- (38) To transact or carry on 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 money, and the floating of companies and the issue of loans.
- (39) To give any guarantee in relation to the payment of any debentures, debenture stock, bonds obligations, shares, stocks or securities, or the interest or dividends thereon.
- (40) To draw, accept, endorse, negotiate, execute and issue promissory notes, bills of exchange, scrip and other transferable or negotiable instruments.
- (41) To enter into any arrangement with any Government or other authority, supreme provincial, municipal, local or otherwise, and to obtain from any such government or authority all rights, concessions, licences and privileges which may seem conducive to the Company's objects or any of them, or to obtain or to endeavour to obtain, any provisional order, order in Council, or statute for the purposes of the Company or any other company.
- (42) To enter into partnership or into any agreement of sharing profits, union of interest, reciprocal concession, joint adventure or co-operation with any person or company carrying on or engaged in, or about to carry on, or engage in, any business or transaction which this Company is authorised to carry on or engage in, or any business or transaction capable of being conducted so as directly or indirectly to benefit this Company.

For Sudarshan Colorants India Limited

Authorised Signatory

DIN: 11069055

7

For Sudarshan Colorants India Limited

Authorised Signatory

DIN: 00018628



- (43) Generally to purchase, take on lease or fee farm grant or in exchange, hire or otherwise acquire, any real or personal property and any other undertakings, and any rights and privileges which the Company may think necessary or convenient with reference to any of these objects or the acquisition of which may seem calculated directly or indirectly to facilitate the realization of any debentures, debenture stock or other securities owned by the Company, or to prevent or diminish any apprehended loss or liability, or which may seem capable of being profitable dealt with by way of resale or otherwise, and in particular any land, buildings, policies, patents, licences, business concerns and undertakings, concessions, shares, stock, book debts and other assets.
- (44) To sell or dispose of the undertaking of the Company, or any part thereof, or to amalgamate with any other Company for such consideration as the Company may think fit, and in particular for shares (whether fully or partly paid-up) debenture or debenture stock, or securities of any other company having objects altogether or in part similar to those of this Company. To form and promote any other company or 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.
- (45) To invest and deal with the moneys of the Company not immediately required, upon such stocks, shares and securities, and in such manner as may from time to time be determined.
- (46) To pay the costs, charges and expenses, preliminary and incidental to the formation, establishment and registration of the Company, or of any other Company, and to remunerate any persons or company for services rendered or to be rendered in relation to the formation and establishment of the Company or the conduct of its business or placing or assisting to place or guaranteeing the placing of or taking any shares in the Company's capital or any debentures, debenture stock, shares, stock or securities, whether issued by the Company or not.
- (47) To distribute among the Members in specie any property of the Company, or any proceeds of sale or disposition of any property of the Company, and for such purpose to distinguish and separate capital from profits, but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law.
- (48) To make gifts or grant bonuses to the Directors of any other person who are or have been in the employment of the Company, and to provide for the welfare of persons in the employment of the Company or formerly in its employment, and the widows and children of such persons and dependent upon them, by granting money or pensions, making payments towards insurances or by instituting a pension scheme or pension schemes, providing schools, reading rooms, places of recreation, subscribing to sick

For Sudarshan Colorants India Limited

Authorised Signatory

DIN: 11069055

8

For Sudarshan Colorants India Limited

Authorised Signatory

DIN: 00018628



or benefit clubs, hospitals and other institutions or societies or otherwise as the Company shall think fit, and generally to make donations, contributions, grants or subscriptions to such persons or objects for such purposes and in such cases as may seem expedient.

- (49) To remunerate any corporation or person whether a Director of the Company or not, and either in the form of brokerage, commission or otherwise, for any services rendered to the Company, or for introducing business, obtaining subscriptions for or guaranteeing the subscriptions of, or placing or assisting in placing the shares, debentures, debenture stock or securities of the Company or of any Company or Association promoted by this Company or in which it is interested or otherwise assisting or rendering services to the Company.
- (50) To do all or any of the above things in any part of the world, and either as principals, agents, trustees, contractors or otherwise, and either alone or in conjunction with others, and either by or through agents, sub-contractors, trustees or otherwise.
- (51) To do all such other things as the Company may consider incidental or conducive to the attainment of the above objects or as are usually carried on in connection therewith. And it is hereby declared that the word "Company" (save when used in reference to this Company) in this clause shall be deemed to include any partnership or other body of persons, whether incorporated or not incorporated and wherever domiciled, and that the objects set forth in any sub-clause of this clause shall not except when the context expressly so requires, be in anywise limited or restricted by reference to or inference from the terms of any other sub-clause, or by the name of the Company. None of such sub-clauses or the objects therein specified or the powers thereby conferred shall be deemed subsidiary or auxiliary merely to the objects mentioned in the first sub-clause of this clause but the Company shall have full power to exercise all or any of the powers conferred by any part of this clause in any part of the world and notwithstanding that the business, undertaking, property or acts, proposed to be transacted, acquired, dealt with or performed, do not fall within the objects of the first sub clause of this clause.

IV. The liability of the Members is limited.

V. The Authorised Share Capital of the Company is Rs.300,000,000 (Rupees three hundred million only) divided into 30,000,000 (thirty million) Equity Shares of Rs. 10/- (Rupees ten) each with such ordinary privileges and other conditions attaching thereto as may be provided by the Articles of the Company for the time being in force with power to increase its share capital by such amount as it thinks expedient by issuing Equity Shares, consolidate and divide all or any of its share capital into shares of larger amount than its existing shares, convert all or any of its fully paid-up shares into stock and reconvert that stock into fully paid-up shares of any denomination, subdivide

For Sudarshan Colorants India Limited

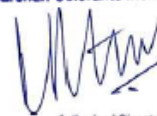


Authorized Signatory

DIN: 11069055

9

For Sudarshan Colorants India Limited



Authorized Signatory

DIN: 00018628



its shares, or any of them, into shares of smaller amount than is fixed by the memorandum, so however, that in the sub-division the proportion between the amount paid and the amount, if any, unpaid on each reduced share shall be the same as it was in the case of the share from which the reduced share is derived, cancel shares which, at the date of passing of the resolution in that behalf, have not been taken or agreed to be taken by any person, and diminish the amount of its share capital by the amount of the shares so cancelled.

Any shares of the original or increased capital may from time to time be issued with any such guarantee or any such right, or preference, whether in respect of dividend, or of repayment of capital, or both, or any such other special privilege or advantage over any shares previously issued, or about to be issued, or with such deferred or qualified rights as compared with any shares previously issued or about to be issued or subject to any such provisions or conditions as with special right or limited right or without any right of voting, and generally on such terms as the Company may from time to time determine.

The rights of the holders of any class of shares for the time being forming part of the capital for the Company, may be modified, affected, varied, extended or surrendered either with the consent in writing of the holders of three-fourth of the issued shares of the class, as provided by the Articles of Association as originally registered or as altered by special resolution or in any other manner prescribed by the statute for the time being in force that behalf.

We, the several persons whose names and addresses are subscribed 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 our respective names.

For Sudarshan Colorants India Limited



Authorised Signatory

DIN: 11069055



For Sudarshan Colorants India Limited



Authorised Signatory

DIN: 00018628

Names, Addresses and Description of Subscribers	Number of Shares Taken by each Subscriber	Names, Addresses and Description of Witnesses
Mr. R. R. Ruia, Ruia House, Merchant Mount Pleasant Road, Bombay - 6.	Twenty-five)
Mr. D. M. Khatau, Merchant 6, Wilderness Road, Bombay - 6.	Twenty-five)
Mr. B. M. Ghia, Merchant 18, Carmichael Road, Bombay - 26.	Twenty-five)
Mr. M. R. Ruia, Merchant 96, Nepean Sea Road, Bombay - 6.	One) P. M. Phene,) 2, Sushil Niwas,) Saraswathi Baug,) Jogeshwar.
Mr. C. M. Khatau, Merchant 6, Wilderness Road, Bombay - 6.	One)
Mr. D. M. Ghia, Merchant Mayfair Gardens, Little Gibbs Road, Bombay - 6.	One)
Mr. C. Rar, Merchant 5, Colaba Land & Mill Flats, Sonrab Bharucha Road, Colaba, Bombay - 5.	Twenty-five)

Dated this 12th day of December 1956. For Sudarshan Colorants India Limited

M. R. Ruia
Authorized Signatory

DIN: 11069055



For Sudarshan Colorants India Limited

P. M. Phene
Authorized Signatory

DIN: 00018628