

***Altered Vide Ordinary Resolution passed in the Annual General Meeting held on 11th September, 2023.**

TABLE A
THE COMPANY LIMITED BY SHARES
THE COMPANIES ACT, 2013
MEMORANDUM OF ASSOCIATION
OF
ABATE AS INDUSTRIES LIMITED

- I. The name of the Company is ABATE AS INDUSTRIES LIMITED.
- II. The Registered Office of the Company will be situated in the State of Tamil Nadu.
- III. The objects for which the Company is established are:

A. THE OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE :

1. To carry on the business of design, construction and running of all kinds of hospitals, dispensaries, clinics, laboratories and health club, manufacture, import, export, buy, sell, install, maintain and improve all kinds of equipment and instrumentation for hospitals, dispensaries, clinics, laboratories and health clubs, all kinds of pharmaceuticals, chemicals, medicines, drugs, Spectacle frames, lenses, contact lenses and Intraocular and to set up laboratories, purchase and acquire any equipments and instruments required for carrying out medical research, enter into an agreement with trust, society and other bodies and to provide all support services and facilitate with them to establish institutions, Schools, colleges, research institutes, academic training centres, technical and Management Institutes Medical colleges and University to educate and train doctors, medical students, nurses, midwives, hospital attendants, clinical staff, pharmacy, surgical staff and all other support staff in handling hospital and health care related diagnostic or therapeutic, surgical related instruments, equipments, implements, bio-medical engineering based machines, equipments, hospital administrators and allied other health services and allied courses in health management, health and bio engineering and all other related fields to grant certificates diplomas, degrees, doctorates or other academic recognitions and to conduct conferences, seminars and symposiums for the furtherance of medical education and as the company may prescribe or deem fit from time to time and to outsource and place the Nurses, Doctors, Para-Medical Technicians and other medical professionals to clients in India and abroad on contractual / non-contractual basis.

B. MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE II(A)
ARE:

2. To purchase, take on lease or in exchange, hire or otherwise acquire any estates, land or lands in India or elsewhere and any rights, privileges and easements and concessions and factories machinery, implements, tools, live and dead stock, stores effects and other property, real or personal, immovable or movable of any kind.
3. To buy or generate for its own use of distribution or otherwise steam, heat, light, electricity, gas, motive power and hydro-electric or water power.
4. To construct, maintain and alter any buildings or works, necessary or convenient for the purpose of this Company and to purchase, hire, construct, improve, maintain, work, manage, carry out or control any roads, roadways, tramways, railways, branches or sidings, bridges, reservoirs, watercourses, river transport services, wharves, manufactories, warehouse, electric workshops, stores, jetties and other conveniences and works which may seem calculated directly or indirectly to advance the Company's interest and to contribute to subsidise or otherwise assist or take part in the construction, improvements, maintenance, workings, management, carrying out or control thereof.
5. To acquire from any Sovereign, State or authorities in India or elsewhere, any concession grants, decrees, rights, powers and privileges whatsoever, which may seem to the Company capable of being turned to account and to work, develop, carryout, exercise and turn to account the same.
6. To plant, grow and produce agricultural products and other produce of any kind in India or elsewhere necessary or useful for the business of the company.
7. To undertake and carry on any business, transaction or operation commonly undertaken or carried on by explorers, prospectors or concessionaries and to carry on any other business which may seem to the company capable of being conveniently carried on in connection with any of the objects of the Company, or which may be thought calculated directly or indirectly to enhance the value of or render profitable, any of the Company's property or rights.
8. To enter into any arrangement or agreement with any Government, State or authority, municipal, local or otherwise, or any Corporation, Companies, or person that may seem conducive to the attainment of the Company's objects or any of them and to obtain from any such Government, State authority Corporation, Company or persons any rights, Privileges or concessions and to carry out, exercise and comply with such arrangement or agreement.
9. To apply for, promote and obtain any Act of Legislature or other authority for enabling the Company to carry any of its objects into effect, or for effecting any modification of the Company's constitution or for any other purpose which may seem expedient and to oppose any proceedings or applications which may seem calculated directly, or indirectly to prejudice the Company's interests.

10. To acquire by purchase or otherwise by investing for the business of the Company in India or elsewhere, any lands, manufactories, buildings, mills, plants, engines, machinery and other things found necessary for the purpose of the Company.
11. To establish and carry on and to promote the establishment of and carrying on, any property in which the Company is interested, of any business which may be conveniently carried on upon or in connection with such property, and the establishment of which may seem calculated to enhance the value of the Company's interest in such property, or to facilitate the disposal thereof.
12. To exercise conduct research, develop, grant licences, in respect of sell, let or otherwise turn to account any inventions, processes, letters patent, licences, concessions, rights or privileges belonging to the company or which it may acquire, or any interest in the same; to apply for takeout and register any patent or patents for any invention or inventions, or obtain exclusive or other privileges, in respect of the same, in any part of the world; and to manufacture and produce and trade and deal in all machinery, plant, articles, appliances and things capable of being manufactured, produced or traded in by virtue of or in connection with any inventions, processes, letters patent, brevets d' inventions, licences, concessions, rights or privileges as aforesaid.
13. To form, promote, subsidies, organize, and assist or aid in forming promoting, subsidizing, organizing or aiding companies, syndicates or partnerships of all kinds for the purpose of acquiring and undertaking any property and liabilities of the Company or of advancing directly or indirectly the object thereof for any other purpose which this Company may think expedient and to take or otherwise acquire and to hold shares in any other Company having objects similar to those of this Company or carrying on any business capable of being conducted so as directly or indirectly to benefit this Company.
14. To draw, make, accept, endorse, execute, issue and negotiate bills of exchange, promissory notes, cheques, drafts, hundies and other instruments of every description.
15. To issue money on deposit, at interest or otherwise and to lend and advance money with or without security to such persons and companies and on such terms as may seem expedient. However, the Company shall not do the business of banking as defined in the Banking Companies Act.
16. To receive money on deposit, at interest or otherwise and to lend and advance money with or without security to such persons and companies and on such terms as may seem expedient. However, the Company shall not do the business of banking as defined in the Banking Companies Act.
17. To lay out, advance, invest and deal with the Company's moneys to such person or company and in or upon such investments or securities and generally in such manner as may from time to time be determined.
18. To procure the Company to be registered, incorporated or recognized in any place outside India.

19. To give donations or subscriptions to any charitable or social institutions or to give any charity incidental to or conducive to any business that may be carried on by the Company.
20. To distribute any of the properties of the Company among the members in specie or otherwise, but so that no distribution amounting to a reduction in capital be made without the sanction (if any) for the time being required by the law.
21. To pay for any property or rights acquired by the Company either in cash or fully or partly paid shares with or without preferred or deferred rights in respect of dividends or repayment of capital or otherwise or by any securities which the Company has power to issue or partly in one mode and partly in another and generally on such terms as the Company may determine.
22. To take part in management, supervision, or control of the business or operation of any Company or undertaking, and for that purpose, to appoint and remunerate any directors, accountants or other experts or officers.
23. To sell, exchange, mortgage (with or without power of sale) assign, lease, sublet and generally otherwise deal with the whole or any part of the business, estate property or undertaking of the Company, as a going concern, to any person or persons, association or associations, or otherwise for such consideration as the Company may think fit, either for cash or for shares, debentures, or securities for any other Company having objects altogether or in part, similar to the objects of this Company and to hold or distribute among the members in specie or otherwise the whole or part of the consideration for such sale or amalgamation with any person, company or association.
24. To establish or aid in the establishment of association, institutions, funds, trusts and charities and other conveniences intended to benefit employees or ex-employees of the Company or their dependants and to grant pension or allowances and generally to subscribe money for any public, general or useful objects.
25. To pay all or any expenses incurred in connection with the promotion, formation and incorporation of the Company or to contract with any person, firm or Company to pay the same and to pay commission to brokers and others for underwriting, placing, selling or guaranteeing the subscription of any shares, debentures, debenture stock or securities of this company.
26. To insure with any person, firm, association or Company against losses, damages, risks and liabilities of any kind which may affect the company either wholly or partially and if thought fit, to effect any such insurance by joining or becoming a member of any mutual insurance, protection or indemnity association, federation or society, and to accept any such insurance or any part thereof for the account of the Company.
27. To enter into all contracts with persons in India or outside for the purchase or sale of all goods, materials, commodities, metals, minerals, jewels, stores, provisions and produce of all kinds, both raw and manufactured, for the business of the Company and to make advances to persons in India or outside in respect of such contracts for the development of the business of the Company.

28. To establish and construct buildings and houses required to accommodate officers and workmen as may be found necessary.
29. To issue, subscribe for, conditionally or unconditionally or absolutely, purchase, hold, underwrite, negotiate, and deal in loans, stock, shares, bonds or obligations of any Government, State or Central, local authority, port trust, municipal body, or any company or other corporation, and the shares, stocks, debentures, and debenture - stock (whether perpetual or terminable) of any Joint Stock Company or co-partnership and investments of all kinds.
30. (a) Company may, subject to the provisions of the Companies Act, purchase its own shares or other specified securities out of its free reserves or the securities premium account or the proceeds of any other shares or any specified securities and also issue sweat equity shares subject to fulfilment of conditions as per the provisions of the Companies Act and also shares to the employees of the Company or its associate companies under the employees stock option scheme as may be framed and followed in accordance with the guidelines that are notified, issued or may be issued by the Securities and Exchange Board of India.
31. (b) The Company may have its shares and securities dealt in depositories into by fungible form and may opt to have the securities dealt with by depositories by following the regulations, notifications and rules that may be framed under Depositories Act read with Companies Act, Securities Contract (Regulation) Act and Securities and Exchange Board of India Act and other applicable Laws.
32. To be interested in, promote and undertake the formation and establishment of such institutions businesses or companies (industrial, trading, manufacturing or other) which may seem to the Company capable of being conveniently carried on in connection with any of these objects or otherwise calculated directly or indirectly, to render any of the Company's property or rights for the time being profitable and also to acquire, promote, aid, foster, subsidise, or acquire interest in any industrial or other undertaking in India or any Indian State.
33. To purchase or otherwise acquire, undertake and carry on the whole or any part of the business, goodwill, property, assets and liabilities of any persons or person, firm or company carrying on any business of any nature altogether or in part similar to any business which the Company is authorised to carry on or possessed of property suitable for the purposes of the Company and to pay for the same and all other properties or rights of whatsoever kind acquired by the Company in cash or in shares, debentures, debenture-stocks of the Company and to carry on, pending a sale or realization, any business which the Company may as mortgages have taken possession of or acquired by foreclosure.
34. To amalgamate, enter into partnership or any arrangement whether terminable or otherwise, for sharing profits, union of interest, joint adventure, reciprocal concessions, co-operation, or otherwise, with any person or persons, firm, association, company or corporation, having objects altogether or in part similar to those of the Company or carrying on or about to carry on or engaged in or about to engage in any business or transaction which the Company is authorized to carry on or engage in, any business, undertaking or transaction, capable of being carried on or conducted so as to directly or indirectly benefit the Company; and to lend money to and to guarantee the contracts and to subsidize or otherwise assist any such person, persons, firm, association, corporation or company; to subscribe for and to take

or otherwise acquire and to hold shares or other interests or stock or securities, of any such person, persons, firm, association, corporation or company and to sell, hold, re-issue with or without guarantee or otherwise deal same and accept other shares in exchange for the same; and to form, constitute or permit any other company or Companies of the purpose of acquiring all or any of the properties, rights and liabilities of this Company or for any other purposes which may seem directly or indirectly beneficial to this Company.

35. To join and participate in any Chamber of Commerce or Commercial institutions or Bodies as member of associate member and to pay all subscriptions and other amounts for such purpose.
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 establish, promote, form and subsidise or otherwise assist in establishing, promoting, forming and subsidizing any other Company and to prosecute or assist in the prosecution of any other undertakings or enterprises of any description and to secure by underwriting or otherwise in subscription of all or any part of the share, loan or other capital, including any stock, shares, debentures, debenture-stock or other securities of this Company or any other Company and to pay and to receive any commission, brokerage or other remuneration in connection therewith and to obtain a settlement of quotation upon any exchange of any share loan or other capital of this Company or any other Company.
38. To promote and to form and to be interested in and take hold and dispose of shares in other companies for all or any of the objects mentioned in this Memorandum and to transfer to any such Company and to take or otherwise acquire, hold and dispose of shares debentures and other securities in or of any such Company and to subsidise or otherwise assist any such Company.
39. To assist any Company, financially or otherwise by issuing or by subscribing for or guaranteeing the subscription and issue of shares, stock, debentures, debenture stock or other securities and to take, hold and deal in shares, stock and securities of any Company notwithstanding any liability that may be thereon.
40. To acquire and hold shares in any other Company and pay for properties, rights or privileges, acquired by this Company, either in shares of this Company or partly in cash or otherwise and to give shares or stock of this Company in exchange for shares or stock of any other Company.
41. To float and bring into existence such companies as may appear advantageous.

42. To undertake and carry on any business transaction or operation commonly undertaken or carried on by financiers, promoters of companies, bankers, underwriters, concessionaries and contractors for, public and other works, capitalist or merchants, in particular to underwrite issue and place shares, stocks, bonds, debenture -stocks and securities.
43. To affect insurances and assurances on the lives of any debtors to the Company or on the lives of any other persons in whom the Company may have an assumable interest and to pay the premiums and other moneys required to keep up the policies of assurances out of the moneys of the Company.
44. To open and keep register or registers in any country or countries where it may deem advisable to do so and to allocate any number of shares in the Company to such register or registers.
45. To improve, manage, work, develop, lease, mortgage, abandon or otherwise deal with all or any of the properties of the Company, rights and concessions of the Company.
46. To create any Depreciation Fund, Reserve Fund, Insurance Fund, Sinking Fund or any other Special Fund, whether for depreciation or repairs, replacement, improving, extending or maintaining any of the properties of the Company, or for any other purposes conducive to the interests of the Company.
47. To place to reserve or distribute as dividend or bonus among the members or otherwise to apply, as the Company from time to time may think fit any moneys received by way of premium on shares or debentures issued at a premium by the Company and any moneys received in respect of dividends accrued on forfeited shares and moneys arising from the sale by the Company of forfeited shares.
48. To capitalize its reserves and issue bonus shares.
49. 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 not falling under the provisions of Lotteries Act, rewards and donations.
50. To borrow or raise money, or receive monies on deposit, interest or otherwise in such manner as the Company may think fit for the business of the Company including by issue of Debentures perpetual or otherwise, including Debentures convertible into shares, or perpetual annuities and to mortgage, pledge or charge the whole or any part of the property, assets or revenue of the company, present or future, including its uncalled Capital by Special assignment or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders powers of sale of the property except uncalled capital and other powers as may seem expedient, and to purchase, redeem, or pay off any such securities.
51. To buy, sell, dispose of and deal in coal, limestone, brick -earth, lime, bricks, fire bricks, pipes, tiles, fire and other clays, building materials, engineering products, wire ropes and electrical or mechanical plant and machinery.

52. To carry on the business of general merchants, contractors, agents, factors, general exporters, and importers, of all kinds of goods and deal in all kinds of dyes, paints, and chemicals, oil of every description, either vegetable oils or mineral oils, petroleum oil and all liquid and solid hydrocarbons, hardware, turnery, wearing apparel and household and personal provisions fittings, utensils, ornaments and articles, tobacco, wines and spirits, groceries and provisions and sugar and all sugar products and by products and all kinds of metals.
 53. To buy, sell, dispose or repair or deal in vehicles of all description either power driven or otherwise, bicycles, tricycles, motor cycles, ships, boats and tugs of all description.
 54. To undertake financial and commercial obligations, transactions and operations of all kinds.
 55. To carry on the business of merchants, commission and other agents, warehousemen, under writers, contractors and general engineers.
 56. To purchase, charter, hire, build or otherwise acquire vehicles of any or every sort or description for use on or under land or water or in the air and to employ the same in the carriage of merchandise of all kinds or passengers and to carry on the business of owners of trucks, trams, lorries, motor, cars and of ship owners and lighter man and owner of aircraft in all or any of their respective branches.
 57. To carry on the business of leasing and letting on lease, hire purchase, instalment sale and any other form of deferred payment or similar transaction in all kinds of movable and immovable properties and to render leasing hire purchase financial consultancy and advisory services.
 58. To generate, accumulate, distribute, supply electricity and other power (subject to and in accordance with law) by using wind, bio-mass, bio-gas or by any other means, conventional or non-conventional for the purpose of light, heat, motive power and for all other purposes for which electric and other energy can be employed deal in the equipment, accessories and tools required for the purposes of generation of power and to construct, install, operate and maintain all kinds of power generation equipment and related products.
 59. To carry on in India and elsewhere all or any of the business of hoteliers and restaurateurs, caterers, cab owners and hirers, pharmacy and drug house owners, travel agents, provisions and general merchants, proprietors of art saloons, beauty parlours, shopping arcades, health clubs and clubs dealing in sports, art and entertainment activities, any other business which can be conveniently and efficiently carried on in connection therewith.
- IV. The liability of the member(s) is limited and his liability is limited to the amount unpaid, if any, on the shares held by them.
- V. * The Authorised Share Capital of the Company is Rs. 95,00,00,000 (Rupees Ninty Five Crore Only) divided into 9,50,00,000 (Nine Crore Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each.”

* Altered Vide Ordinary Resolution passed in the Annual General Meeting held on 11th September, 2023.

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