

Companies Act, 2013

MEMORANDUM OF ASSOCIATION
OF
PARAS HEALTHCARE LIMITED¹
(COMPANY LIMITED BY SHARES)

- I.** The Name of the Company is **PARAS HEALTHCARE LIMITED¹**
- II.** The Registered Office of the Company will be situated in the **State of Haryana.**
- III.** The objects for which the Company is established are: -
- (A) THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION:**
1. To acquire, establish, maintain, manage and to carry on the business of speciality or Multi Speciality Hospitals, Nursing Homes, Dispensaries, Clinics, Operation Theatres, Diagnostic Centres, Trauma Centres, Rehabilitation Centres, Nature Care Centres, Pharmacies, Chemist Shops, Blood Bank, Laboratories, ambulance services, Health Club, Health Centres and Health Resorts.
 2. To provide medical relief to the public in all the branches of the medical sciences by all available means.
 3. To found, establish, run or takeover medical/ surgical research institutions and to carry out medical research by engaging in the research and development of all the field of medical sciences, and in therapies of medical treatment, so as to afford medical relief in a better way.
 4. To carry on business or vocation of acting as advisors and consultants on all matters and problems relating to hospitals, health sanitoriums, Clinics, Health resorts regarding survey, project report, evaluation, co-ordination, organization & management, health care and health audit.
 5. To establish, acquire, run, manage, promote and maintain training centres to educate medical students, nurses, paramedical staff and hospital administrators.
 6. To carry on the business in India or elsewhere to design, manufacture, produce, export, import, buy, sell, develop, store, formulate, sponsor, distribute or otherwise to deal in all sorts of medicines, pharmaceuticals, chemicals, injections, drugs, formulations, apparatus, instruments, accessories and other allied goods & articles and to do all incidental acts and things necessary for the attainment of objects under these presents.
- (B) THE OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF MAIN OBJECTS ARE:**

¹ The name of the Company was changed from Paras Healthcare Private Limited to Paras Healthcare Limited pursuant to conversion into public limited company vide special resolution dated June 04, 2024 and thereafter by passing a special resolution on September 05, 2025, period/full stop at the end is removed.

1. To obtain licenses, concessions, grants, decrees, rights, powers and privileges whatsoever and to acquire or purchase or take over the same or to transfer the same in favour of the Company or any other person firm or Company.
2. To buy, lease or otherwise acquire lands, building and any other movable or immovable properties on such terms and conditions as the Company thinks fit.
3. To pay all the costs, charges and expenses of and incidental to the promotion and formation, registration and establishment of the Company and the issue of its capital including any commission, brokerages, costs and charges in connection therewith, costs, charges and expenses of negotiation and contracts and arrangements made prior to and in anticipation of the formation and incorporation of the Company.
4. To acquire, be interested in, construct, maintain, carry out, improve, work, after control and manages any steam engines, wind, roads, tunnels, water works, water rights, canals, mains and other pipes and appliances, irrigation works, gas works, electric works, reservoirs, water courses, furnaces, stamping, works, smelting works, factories, warehouses and others which the Company may think conducive to any of its objects and to contribute to and take part in the constructing, maintaining, carrying on, improving, working, controlling and managing of any such works or conveniences.
5. To purchase or by any other means acquire, protect, prolong and renew, whether in India or elsewhere, any patents, patents rights, inventions, licenses, protection and concessions which may appear likely to be advantageous or useful to the Company and to use and turn to account, and to manufacture under or grant licenses or privileges in respect of the same and to spend money in experimenting upon and testing and improving or seeking to improve any patents, invention or rights which the Company may acquire or propose to acquire.
6. To insure with any other Company, firm or persons against losses, damages and risks of all kinds which may affect the company and to defend for rights in respect properties of the Company as may be deemed necessary from time to time.
7. To acquire the right to use of manufacture and to put up telegraphs, telephones phonographs, and all such apparatus now know or which may hereinafter be invented, in connection with generation, accumulation, distribution, supply and employment of electricity or any power that can be used as a substitute, including cables, wires and other appliances and formation of exchange or centers.
8. To carry out scientific and technical research in any field whatsoever and to develop exploit and turn to account the know- how and other fruits of such research developed in India or abroad.

9. To purchase or otherwise acquire the whole or any part of the business, property, rights and liabilities of any person, firm or Company carrying on any business which this Company is authorized to carry on, or which may seem to the Company capable of being conveniently carried on in furtherance of any of the objects of the Company or otherwise conducive directly or indirectly to the attainment of any of the object of the Company, or possessed of property or rights suitable for any of the purposes of the Company and to purchase, acquire, sell and deal in property, shares, stock, debentures stock of any such person, firms or Companies and to conduct, make or carry into effect any arrangements, in regard to the winding up of the business of any such persons, firms or companies.
10. To promote and 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 property in this Company and to take or otherwise acquire, hold and dispose of shares, debentures and other securities, in or of any such Company and to subsidies or otherwise assist any such Company.
11. To assist any company, financially or otherwise, by issuing or subscribing for or guaranteeing the subscription and issued capital, shares stock, debentures or other securities and to take, hold and deal in shares, stock and securities of any Company.
12. To enter collaboration agreements of contracts with others whether in India or abroad for the purpose of technical study, research, know-how process, patent rights, establishment, management of conduct of the business for attainment of all or any of the objects of the Company.
13. To enter into partnership or agreement for sharing profits, union of interest co-operation, joint ventures, reciprocal concession or otherwise, with any person, firm or company, carrying on or engaged in, or engage in the business in transaction which this Company is authorized to carry on.
14. To advance or lend money, with or without security to any person, firm or Company having dealings with the Company for the Company's purpose upon such terms and conditions as the Company may think fit but not to carry on the business of Banking as defined in the Banking Regulation Act, 1949.
15. To invest any money of the Company in such Investments (other than shares or stock of the Company) as may be thought proper and to hold, sell or otherwise deal with such investments.
16. To receive moneys on deposit or loan and borrow or raise in such manner as the Company shall think fit and in particular by the issue of debentures or debenture stock and to secure the repayment of any money borrowed, raised or owing, by mortgage, charge or lien upon all or any of the property or assets of the Company (both present and future), including its uncalled capital and also by a similar

mortgage, charge or lien to secure and to guarantee the performance by the Company or any other person, firm or Company of any obligation undertaken by the Company or any other person, firm or Company as the case may be but shall not carry on Banking business, as defined by Banking Regulations Act, 1949. The acceptance of deposits shall be subject to provisions of the Companies Act, 2013 and the rules framed there under.

17. To let out on hire or sell, exchange, lease, mortgage or let on royalty, or grant licenses, easements, options and other rights over and in any other manner deal with or dispose off the whole or any part of the undertaking, property, assets, rights and effects of the Company for such consideration as may be thought fit and in particular for stocks, shares whether fully or partly paid up or securities of any other Company.
18. To pay for any rights or property acquired by the Company and to remunerate any person, firm or body corporate rendering services to the Company in connection with or after its incorporation either by cash payment or by allotment to him or them of shares or securities of the Company as paid up in full or in part or otherwise.
19. To guarantee the performance of any contract or obligations of and the payments of the money or dividend and interest on equity stock shares or securities of any company corporation, firm or person in any case in which such guarantee may be considered directly or indirectly to further the objects of the Company or the interest of its shareholders.
20. To appoint agents, sub-agents, dealers, canvassers, sales representatives, salesman stockiest, for transacting all kinds of business which this Company is authorized to carry on and to constitute agencies for this company in India or any other country.
21. To adopt such means of making known the products of the Company as may deem expedient and in particular by advertising in press, by circulars, but purchase and exhibitions of works of art or interest, but publications of books and periodicals by granting prizes, rewards, donations and scholarships.
22. To employ or otherwise acquire technical experts, skilled and unskilled labour for the purposes of business of the Company.
23. To invest and deal with the moneys of the Company not immediately required upon such securities and in such manner as may from time to time be determined by the Board of Directors of the Company.
24. To undertake and execute for the purpose of the Company any contract for works involving the supply or use of any machinery or materials or articles and to carry out auxiliary or other works comprised in such contracts, to enter into collaboration or agreements with similar or allied concerns; to apply for purchase or otherwise

- acquire and protect and use, exercise, develop and grant licenses in respect of or otherwise turn to account any such patents, patent rights, bevels invention, concessions and conferring exclusive or limited right to use any secret or other information to any invention, process or privilege which may seem capable of being used for any of the purpose of the Company and to acquire in India or elsewhere by purchase, lease or otherwise for the Company real or personal movable or immovable property, rights of way, easements, licenses, concession, trademarks, rolling stock, utensils, accessories and stock-in trade.
25. To make advances upon or for the purchase of properties, materials, goods, machinery, stores and other articles for the purpose of the Company.
 26. To draw, accept and make, to endorse, discount, negotiate promissory notes, hundies, bills of exchange, bills of lading and other negotiable or transferable instruments, subject to Banking Regulation Act 1949.
 27. To remunerate or make donations to (by cash or other assets or by allotment of fully or partly paid up shares or by call or option of shares, debentures, or securities of this or any other Company or in any other manner) any person, firm or Company for services rendered or to be rendered to the Company.
 28. To enter into arrangements with any authorities (municipal, local or otherwise), persons or corporation that may seem conducive to the Company's objects, or any of them and to obtain from such authority, any rights, privileges and concessions which the Company may think desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
 29. To provide for the welfare of the employees or ex-employees of the Company and the wives and families or the dependents or relatives of such persons by building and contributing to the building of houses, dwelling or shawls or by grants of money, pension, allowances, bonus or other payments or by creating and from time to time subscribing or contributing to provident fund and other associations, institutions, fund or trusts and by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries as the Company shall think fit.
 30. To donate or subscribe or otherwise assist or guarantee money to charitable, benevolent, religious, scientific, national and other institutions and object which shall have any moral or other claim to be supported or aided by the Company either by reason of locality, operation or of public and general utility or otherwise.
 31. To sell the undertaking and all or any of the property of the Company for cash or for stock, shares or securities of any other Company or for other consideration.
 32. To buy, import, repaid, alter, exchange, let on hire, export and deal in all kinds of articles, things which may be required for purposes of any of the business

authorized by this Memorandum or commonly supplied or dealt in by persons engaged in any such business or which may seem capable of being profitably dealt in, in connection with any of the said business.

33. To amalgamate, merge with any company or companies having objects altogether or in part similar to those of this Company and/or demerge any undertaking or enter into compromise and arrangement with any Company, whether having objects similar or not to those of this Company.
34. To acquire experiment, invent or make research and collaborate with foreign firms for purposes useful for attaining the objects of the Company.
35. To acquire, purchase, construct, develop any area, land building, undertaking, concern contract or venture which may be conducive to or useful for attaining the objects of the Company.
36. To undertake and execute any trust, the undertaking of which may seem to the Company desirable, either gratuitously or otherwise and to vest any real or personal property rights or interests acquired by or belonging to the Company in any person, firm or Company or authority on behalf of or for the benefit of the Company.
37. To create any depreciation Fund, Reserve Fund, Sinking Fund, Insurance Fund or any other Special Fund, whether for depreciation or for repairing, improving extending or maintaining any of the property of the Company or for any other purpose, conducive to the interest of the Company.
38. To place, to reserve or to distribute as dividend or bonus among the members or otherwise to apply as the company may from time to time think fit, any monies received by way of premium on shares or debentures issued at a premium by the Company, and any monies received in respect or dividends accrued on forfeited shares and monies arising from the same by the Company of forfeited shares.
39. Upon winding up of the Company, to distribute any of the properties of the Company amongst the members in specie or in kind.
40. To refer to or agree to refer any claim, demand, dispute or question by or against the Company or in which the Company is interested or concerned, to arbitration in India or elsewhere and to observe and perform and to do all acts duties, matters and thins to carry out or enforce the awards.
41. To do all or any of the above things and all such other things as are incidental or may be thought conducive to the attainment of any of the objects of the Company in any part of the world, and as principals, agents, contractors, trustees or otherwise and by or through trustee, agents or otherwise and either alone or in-conjunction with others, and the word "Company" in this Memorandum when applied otherwise that to this Company shall be persons, whether incorporated or not and whether

domiciled in India or elsewhere and the intention is that the objects set forth in each of the several paragraphs of this clause shall have the widest possible construction , and shall be in no way limited or restricted by reference to or inference from the terms of any other paragraphs of this clause of the name of the Company.

42. To establish and maintain any agencies in India or in any part of the world for the conduct of the business of the Company or for the sale of any materials or things.
 43. To enter into agreement and contract with India or foreign individuals, companies or other organizations for technical, financial or any other assistance for carrying out all of the objects of the Company.
 44. To pay all the costs, charges and expenses of any incidental to the promotion and formation, registration and establishment of the Company and issue of its capital including any underwriting or other commissions, broker's fee and charges, in connection there with including costs, charges, expenses of negotiation and contracts and arrangements made prior to and in anticipation of the formation of the Company.
 45. To construct, carry out maintain, improve, manage, operate and central any power stations, boiler houses steam turbines, switch yards, sub-stations, transmission lines, accumulators, reservoirs, water works and all such works necessary for generating accumulating, distributing and supply of electricity and to manufacture construct, lay down, establish, fix, erect, equip and maintain power generating machinery and all other types of plant and machinery, electrical equipment and all types of cable and conductors, computer and control equipment, transmission lines, accumulators, fittings and apparatus in the capacity of principles, contractors or otherwise.
- IV.** The Liability of the Members is limited and the liability is limited to the amount unpaid, if any, on the shares held by them.
- V.** ²³⁴⁵The Authorized Share Capital of the Company is Rs. 12,50,00,000/- (Rupees Twelve Crore Fifty Lakhs Only) divided into 12,50,00,000 (Twelve Crore Fifty Lakhs Only) Equity Shares having face value of Re. 1/- (Rupee One Only) each.

² Amended by the shareholders in their meeting held on March 20, 2024 by passing an Ordinary Resolution

³ Amended by the shareholders in their meeting held on March 16, 2024 by passing an Ordinary Resolution.

⁴ Amended by the shareholders in their meeting held on September 11, 2023 by passing an Ordinary Resolution

⁵ Memorandum of Association amended and adopted in the Annual General Meeting held on 26th September 2018

VI. We, the several persons, whose names and addresses are subscribed hereto 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: --

S. No	Names, Addresses Description and Occupation of each subscriber	Number and type of Shares	Signature of Subscribers	Name, Addresses description and Signatures of Witnesses
1.	Mr. Sunil Kapur S/o Mr. S.K. Kapur 8, The Cliff, Pochkhanawala Road, Worli, Bombay (Business)	10 Equity Shares	Sd/-	I witness the Signatures of all the subscribers Who have signed in my presence at New Delhi. Sd/- Sunil Trehan S/o Shri B.R. Trehan G-4, NDSE-II, New Delhi—110049 Chartered Accountant)
2.	Mr. Ashok Narang S/o Shri M.M. Narang B 4/29, Safdarjug Enclave New Delhi-110029 (Business)	10 Equity Shares	Sd/-	
3.	Mrs. Veena Chandok W/o B.N. Chandok Cottage No. 30, W. Patel Nagar New Delhi-110015 (Business)	10 Equity Shares	Sd/-	
4.	Mr. G.K. Sahni S/o Late Shri S.D. Sahni R/o F-15, Kirti Nagar New Delhi-110015 (Business)	10 Equity Shares	Sd/-	
5.	Shailendra Chandok S/o D.N. Chandok R/o D-103, Panchsheel Enclave New Delhi-110017 (Business)	10 Equity Shares	Sd/-	
		50 (Fifty Equity Shares)		

Place: New Delhi

Dated: 12th November 1987