

THE COMPANIES ACT, 1956
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
TPL PLASTECH LIMITED

- I. The name of the Company is **TPL PLASTECH LIMITED**
- II. The Registered Office of the Company will be situate in the Union Territory of Daman & Diu
- III. The objects for which the Company is established are:

(A) MAIN OBJECT OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION

1. To carry on the business of manufacturers and dealers of and in packagings of all kinds including receptacles, bottles, containers, boxes, cartons, tins, valves and appliances and all other blown, moulded, formed or extruded goods and articles of whatsoever nature or material, and whether the same be made fully or partly out of plastic, plastic-related products and materials, thermoplastics, thermosetting, rubber, glass, paper, cardboard, hardboard, wood, metal, steel, or out of any materials or substances which may hereinafter be invented, for holding, storing, packaging, transportation, and handling, all or any goods substance, articles or products.

CERTIFIED TRUE COPY



For TPL PLASTECH LIMITED

Amal K. Sr.
Company Secretary

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

2. To enter into contracts, agreements and arrangements with any other company, firm or person for the carrying out by such other company, firm or person on behalf of the Company of the objects for which the is formed.
3. To repair, alter, clean any goods from time to time belonging to the Company.
4. To employ experts to investigate and examine into the condition, prospects, value, character, and circumstances of business concerns and undertaking and generally of any assets, property or rights.
5. To carry on business or a branch of a business which the Company is authorised to carry on by means, or through the agency of, any subsidiary company or companies, and to enter into any arrangement with such subsidiary company for taking the profits and bearing the losses of any business or branch so carried on, or for financing any such subsidiary company or guaranteeing its liabilities or to make any other arrangement which may seem desirable with reference to business or branch so carried on including power at any time and either temporarily or permanently to close any such branch or business.
6. To nominate or appoint Directors or Managers of any subsidiary company or of any other company in which this Company is or may be interested.
7. To take part in the management, supervision and control of the business or operation of any company or undertaking having similar objects.
8. For the purpose mentioned in the preceding clause, to appoint and remunerate any Directors, trustees, accountants or other experts or agents.
9. To purchase, take on lease or in exchange, hire or otherwise acquire any immoveable or moveable property and any rights or privileges which the Company may think necessary or convenient for the purposes of its business and in particular any land, buildings, easements, machinery, plant and stock-in-trade, and either to retain any property to be acquired for the purposes of the Company's.



business or to turn the same to account as may seem expedient.

10. To construct, improve, maintain, develop, work, manage, any buildings, factories, or works or any roads, ways, bridges, or sidings, bridges, wells, reservoirs, watercourses, wharves, warehouse, electric works, shops, stores, chawls, and other buildings, for housing work people or otherworks and convenience which may seem calculated directly or indirectly, to advance the Company's interests and to contribute to, subsidise or otherwise assist or take part in the construction, working or management thereof.
11. To sell, lease, mortgage, grant licence, easements and other rights over and in any other manner deal with or dispose of the undertakings, property, assets, rights, and effects of the Company, or any part thereof, for such consideration as the Company may think fit, and in particular for shares, debentures or securities of any other Company whether or not having objects altogether or in part similar to those of the Company.
12. To acquire and undertake the whole or any part of the business, property and liabilities, of any person, firm or company carrying on or proposing to carry on business which the Company is authorised to carry on, or interested in carrying on, or which can be carried on in conjunction therewith.
13. To amalgamate, enter into any partnership or partially amalgamate with or acquire interest in the business of any other company, whether or not having objects altogether or in part similar to those of the Company; or enter into any arrangement for sharing profits, or for cooperation, or for limiting competition or for actual assistance, with any such company, and to give or accept by way of consideration for any of the acts or things aforesaid or property acquired, any shares, debentures, debenture-stock or securities that may be agreed upon and to hold and retain, or sell, mortgage and deal with any shares, debentures, debenture-stock or securities so received.
14. To enter into partnership, or into any arrangement for sharing profits or losses or for any union of interests, joint-venture, reciprocal concession or co-operation with any person or persons, or company or companies carrying on, or engaged in or about to carry on, or engage in or being authorised to carry on or engage in, business or transaction which this Company is authorised to carry on.
15. To establish or promote or concur in establishing or promoting any company or companies having similar objects for the purpose of



acquiring all or any of the property, rights and liabilities of the Company or for any other purpose and to place or guarantee the placing of, underwrite, subscribe for or otherwise, acquire all or any part of the shares, debentures or other securities of any such other Company.

16. To enter into any arrangement with any Government or authority supreme, municipal, local or otherwise, or any person or company that may seem conducive to the Company's objects or any of them and to obtain from any such Government, authority, person or company any rights, privileges, charters, contracts, licences and concessions, which the Company may think fit or desirable to obtain and to carry out, exercise and comply therewith.
17. To apply for, promote and obtain any Act, Charter- privilege, concession, licence, authorisation of any Government, State or Municipality, Provincial order or licence or any authority for enabling, the Company to carry on any of its objects into effect, or for extending any of the powers of the Company, 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.
18. To apply for, purchase, or otherwise acquire, and protect and renew in any part of the world any patents, patent rights, brevets d'invention, trademarks, designs, licences concessions, and the like conferring any exclusive or non- exclusive or limited right to their 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 and to use exercise. develop or grant licences in respect of or otherwise turn to account the property, rights, or information so acquired, and to expend money in experimenting upon, testing or improving any such patents, inventions or rights.
19. To establish, provide, maintain and conduct, or otherwise subsidise research laboratories and experimental workshops for scientific and technical research and experiments and to undertake and carry on all scientific and technical researches, experiments, and tests of all kinds and to promote, studies and research, both scientific and technical investigations and inventions by providing, subsidising, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing for the remuneration of scientific or technical professors or teachers and by providing for the award of exhibitions. scholarships, prizes and grants to students or



otherwise and generally to encourage, promote and reward studies researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist or benefit directly or indirectly any of the business which the Company is authorised to carry on.

20. To make donations to such persons or institution and in such cases and either of cash or any other assets as maybe thought directly or indirectly conducive to any of the Company's objects or otherwise expedient and in particular to remunerate any person or corporation introducing business to this Company, and also to subscribe, contribute, or otherwise assist or guarantee money for charitable, scientific, religious or benevolent national, public, cultural, educational, or other institutions, objects or for any exhibition or for any public general or other objects and to establish and support or aid in the establishment and support of associations, institutions, funds trusts and conveniences for the benefit of the employees or ex- employees (including Directors) of the Company or of persons having dealings with the Company or the dependents relatives or connections of such person and in particular friendly or other benefit societies and to grant pensions, allowances, gratuities and bonuses either by way of annual payments or a lump sum and to make payment towards insurance and to form and contribute to provident benefit funds and other welfare funds of or for such persons.
21. To establish and maintain or procure the establishment and maintenance of any contributory pension or superannuation funds for the benefit, of and give or procure the giving of donations, gratuities, pensions, allowances or emoluments to any persons who are or were at any time in the employment or service of the Company, or of its predecessors in business or who are or were at any time Directors or officers of the Company, or of any such other company as aforesaid and the wives, widows, families, and dependents of any such persons and to also establish and subsidise and subscribe to any institutions, associations, trusts, clubs or funds calculated to be for the benefit of or to advance the interests and well being of the aforesaid persons or the Company and make payments to or towards the insurance of any such person as aforesaid, and do any of the matters aforesaid.
22. To refer or agree to refer any claim, demand, dispute or any other question, by or against the Company, or in which the Company is interested or concerned, and whether between the Company and the member or members of his or their representatives, or between the Company and third parties, to arbitration in India or at any



place outside India, and to observe and perform and to do all acts, deeds, matter and things to carry out or enforce the award.

23. To payout of the funds of the Company all expenses which the Company may lawfully pay with respect to the promotion, formation and registration of the Company or the issue of its capital including brokerage and commission for obtaining applications for or taking, placing or underwriting or procuring the underwriting of shares, debentures or other securities of the Company.
24. To pay all preliminary expenses of any company promoted by the Company or any company in which the Company is or may contemplate being interested, including in such preliminary expenses all or any part of the costs and expenses of owners of business or property acquired by the Company.
25. To pay for any rights or property acquired by the Company and to remunerate any person or company for services rendered or to be rendered in placing of shares in the Company's capital or any debentures, debenture stock, or other securities of the Company, credited as paid up in full or in part or otherwise.
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.
27. To lend and advance money or to give credit to such persons or companies and on such terms as may seem expedient and in particular to customers and others having dealings with the Company and to guarantee the performance of any contract or obligation and the payment of money of or by any such persons or companies and generally to give guarantees and indemnities.
28. To invest and deal with the moneys of the Company not immediately required in such manner as may from time to time be determined.
29. Subject to the provisions of Section 58-A of the Companies Act, 1956, and directives of Reserve Bank of India to receive money on deposit or loan and borrow or raise money in such manner as the Company shall think fit and in particular by the issue of debenture or debenture stock (perpetual or otherwise) and to secure the repayment of any money borrowed, raised or owing or the repayment or performance of any debt liability obligation contract guarantee or other engagement incurred or to be entered into by the



Company or any other person or company in any way and in particular by the issue of debentures or debenture-stock (perpetual or otherwise) or 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 to purchase, redeem or payoff any securities.

30. To execute any trusts the undertaking of which may seem to the Company desirable and either gratuitous or otherwise.
31. To draw, make, accept, endorse, discount, execute, and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments or securities.
32. To sell, improve, manage, develop, exchange, lease, mortgage, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Company for the time being.
33. Subject to the provisions of the Companies Act, 1956, to distribute among the members in specie any property of the Company in the event of winding up.
34. To insure the whole or any part of the property of the Company either, fully or partially to protect and indemnify the Company from liability of loss in any respect either fully or partially and also to insure and to protect and indemnify any part or portion thereof either on mutual principle or otherwise.
35. To carry out in any part of the world all or any part of the Company's objects as principals, agents, factors, trustee, contractor, or otherwise either alone or in conjunction with any other person, firm, association, corporate body, municipality province, state, body politic or government or colony or dependency thereof.
36. To exercise all or any of its corporate powers, rights and privileges and to conduct its business in all or any of its branches in the Union of India, and in any or all States, territories, possessions, colonies and dependencies thereof, in any or all foreign countries, and for this purpose to have and maintain and to discontinue such number of offices and agencies therein as may be convenient.
37. To procure the Company to be registered or recognized in any part of the world, and;
38. To do everything necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any of the objects or the



furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporate bodies, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of, connected with the aforesaid business or powers or any part or parts thereof, provided the same be not inconsistent with the laws of the Union of India.

(C) OTHER OBJECTS:

39. To carry on business as manufacturers of, and dealers in, plastics and thermoplastics (whether moulded, blown, extruded or otherwise), plastic products and materials, and of wax, bakelite and celluloid products of all sorts.
40. To carry on the business of manufacturers of and dealers in paper and board of all kinds and articles made from paper or pulp and materials used in the manufacture or treatment of paper and board, stationers, printers, lithographers, and dealers in and manufactures of any other articles or things of a character similar or analogous to the foregoing or any of them or connected therewith.
41. To manufacture and deal in all kinds of artificial wood, straw boards, fibrous boards, mill boards, paste boards, carton papers, corrugated glazed and sizeboards, coloured boards and paper of every colour and all kinds of wrapping paper, kraft paper, lamina boards, press boards, masonite boards, and pulp-boards from wood, straw and synthetic pulp, bamboo pulp, jute and hem pulp, card boxes, packing cases and other card boxes for any use whatsoever.
42. To carry on business as manufacturers, processors, refiners, developers and dealers of and in all kinds of aerosol products, propel/ants, chemicals solvents, deodorants, detergents, paints, pigments, lacquors, varnishes, polishes, inks, wetting agents, and dental preparations, toiletries and other toilet preparations, tissue papers, adhesives, sewiettes, cosmetics and perfumery products, soaps, insecticides, pesticides, fungicides and germicides, veterinary and herbicide products, insect repellants and personal care products of all kinds and descriptions, andal/ formulations, compounds, intermediates, derivatives, and by-products thereof and goods and articles made from the same.
43. To carry on the trade or business of manufacturers of and dealers in computers and computerised machines or equipment of every kind, description, use and activities, and machinery, software systems, data processing equipments, apparatus, appliances, devices and peripherals of all kinds and for all purposes, and



any parts or components thereof or materials or articles used in connection with computers or computer related machinery and equipment, and any and all other machines, machinery appliances, apparatus, devices, materials, substances, articles, or things of a character similar or analogous to the foregoing or any of them, or connected therewith including discs, floppies, tapes and films.

44. To carry on the business of iron and steel foundries, mechanical engineers and manufacturers of agricultural implements, steel, metal and malleable grey, casting, including ferrous, non-ferrous special and alloy steel, spring steel, and to carry on business as tool-makers, brass-makers, machinists, iron and steel converters, smiths, woodworkers, builders, painters, metallurgists, electrical engineers, water supply engineers, gas-makers, printers, carriers and merchants, and to buy, sell, manufacture, repair, convert, alter, let on hire and deal in machinery, implements, rolling stock and hardware of all kinds.
45. To carry on business as pharmaceutical, manufacturing and general chemists and druggists. and as manufacturers, distillers, refiners, processors of, and dealers in, all kinds of drugs, formulations, Pharmaceuticals, chemicals, medicines, and other preparations or compounds.
46. To carry on business as producers of and dealers in food stuffs and food products of every description, whether for human, animal, or poultry consumption. fish, milk, butter, cream, Cheese, oil, fruits, vegetables, french fries, confectionery, sweet-meets, sugar, jams, jellies, pickles, drinks, beverages, mineral and aerated waters, and wines, and to carry on business of brewers, distillers and maltsters in all their branches and to can, bottle, dehydrate, freeze or otherwise process all articles of food and drink.
47. To carry on business as manufacturers, producers, and dealers of and all kinds of organic and inorganic chemicals, fine chemicals, rubber chemicals, detergents, pigments and medicines. Pharmaceuticals, veterinary, serobacteriological, dental and toilet preparations, cosmetic and perfumery products any by-products thereof. Soaps medicinal goods diagnostic preparations, bacteriological strains, manures and other products designed to protect or encourage the germination or growth of seeds or plants or every description, of insecticides of every kind, and generally of chemicals and chemical products of all kinds and of allied auxiliary by-products and intermediates thereof.



48. To carry on all or any of the trades or business of preparing, processing, spinning, doubling, texturising, weaving, ginning, carding, knitting, combing, scouring, sizing, bleaching, colouring, dyeing, printing, and finishing, working or manufacturing in any way whatever, cotton, wool, silk, flax, linen, hemp, jute, artificial or man made fibres, rayon, nylon, filament polyester and other fibrous or textile substances, whether natural or synthetic or man made and whether similar or altered to the foregoing substances or not, and to treat and utilise and deal in any waste arising from any such operations, whether carried out by the Company or otherwise and the buying and selling, of, and dealing in, all or any of the aforesaid substances or goods.
49. To carry on all or any of the business of manufacturers, installers, maintainers, repairers of and dealers in electrical and electronic appliances, equipment, apparatus and components of every kind and description, whether now known or that may hereafter be invented, and of and in washing machines, toasters, radio, television, audio, video and telecommunication requisites and supplies and stores of all kinds including computers, their hardware, software and peripherals.
50. To carry on the business of transport whether by road, air or sea and to carry on all kinds of business of transport agents, clearing agents and to carry on the business of transportation in all or any of its branches.
51. To act as stockists, brokers, distributors, agents and brokers for sellers, buyers, importers, manufacturers, merchants, tradesmen, and otherwise generally to undertake and carry out all kinds of agency work or business and commission business and to carry on business as advertising and publicity agents and media advisor in all their respective branches.
52. To manufacture, prepare for market, refine, clean, restore, recondition and otherwise manipulate and deal in and turn to account all refuse, by-products and other products capable of being manufactured or produced with the use of all or any of the business the Company is authorised to engage in, and waste and other materials or make such other use of the same as may be thought fit.
53. To carry on the business of financing industrial enterprises and of financiers.



54. To carry on the business of an investment company in all its branches and, in connection with the foregoing or otherwise, to buy, acquire, invest in, hold, underwrite, lease, sell and otherwise deal in shares, stock, bonds, debentures, mortgages, obligations, capital and money market instruments and securities of every kind and description issued or guaranteed by the Company or any Government, State, public body or authority (municipal, local or otherwise), body corporate, firm or person in India or elsewhere.
55. To carry on business as importers, exporters, buyers, and sellers of and merchants and dealers in and manufacturers of machinery of all kinds, spare parts, accessories and equipments in connection with any of its objects.
56. To act as agents and brokers for sellers, buyers, exporters, importers, manufacturers, merchants, tradesmen, insurers and others and generally to undertake and carry out agency work and commission business.

AND IT IS HEREBY DECLARED THAT:

- (i) the objects incidental or ancillary to the attainment of the main objects of the Company as aforesaid shall also be incidental or ancillary to the attainment of the other objects of the Company herein mentioned.
- (ii) the words "company" (Save when used with reference to this Company) in this Memorandum shall be deemed to include any partnership or other body or association of persons whether incorporated or not and wherever domiciled.
- (iii) the objects set forth in each of the several clauses of paragraph III hereof shall have the widest possible construction and shall extend to any part of the world.
- (iv) subject to the provisions of the Companies Act, 1956, the objects set forth in any clause of sub-paragraph (C) above shall be independent and shall be in no wise limited or restricted by reference to or inference from the terms of any of the clauses or subparagraph (A) or by the name of the Company. None of the clauses in subparagraph (C) of the objects therein specified or the powers thereby conferred shall be deemed subsidiary or auxiliary merely to the objects mentioned in any of the clauses of sub-paragraph (A).
- (v) Nothing in this paragraph shall authorise the Company to do any business which may fall within the purview of the Banking



Companies (Regulation) Act, 1949, or the Insurance Act, 1938.

IV. The liability of the members is limited.

V. **** The Authorised Share Capital of the Company is Rs. 20,00,00,000 (Rupees Twenty Crores Only) divided into 2,00,00,000 (Two Crores) Equity Shares of Rs. 10/- (Rupees Ten) each.**

Any shares of the original or increased capital may from time to time be issued with guarantee or any right or preference whether in respect of dividend or of repayment of capital or both or any other special privilege or advantage over any shares previously issued or then about to be issued or with deferred or qualified rights as compared with any 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 of the Company, may be modified, affected, varied, extended or surrendered either with the consent in writing of the holders of three-fourths of the issued shares of that class or with the sanction of a special resolution passed at a separate meeting of the holders of these shares.

* The Hon'ble National Company Law Tribunal (NCLT), Ahmedabad Bench vide its Order dated 2nd June, 2021 granted approval for the Scheme of Amalgamation of Ecotech Green Lifecycle Limited ("the Transferor Company") with TPL Plastech Limited ("the Transferee Company") and their respective shareholders ("Scheme") under Sections 230 to 232 of Companies Act, 2013 and authorised share capital of the transferee Company increased from Rs. 10,00,00,000 (Rupees Ten Crores Only) to Rs. 13,00,00,000 (Rupees Thirteen Crores Only).

** The Authorised Share Capital of the Company has been increased vide Ordinary Resolution passed at an Annual General Meeting held on 9th September, 2021.



We, the several persons, whose names & 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.

Name, address, description and occupation of each subscriber	Number of Equity Shares taken by each subscriber 10 (Ten)	Name, address, description and occupation of each witness
RAMESH D. TAINWALA S/o. Durgarmal Tainwala 71, Nutan Laxmi Society, JVPDS, Bombay - 400 049 BUSINESS. Sd/	10 (Ten)	WITNESS TO ALL AJIT KUMAR JAIN S/o Shri Chhoggamal Jain C-418, Jay Sona Apartments No. 4, Dorchand Nagar Road, Bhayandar (West), Distt. Thane Service Sd/-
JIGISHA DESAI D/o. Navnit Desai, N416, Tree Shade Society, Kol Dengri, Road No.2, Andheri (E), Bombay-400 069 COMPANY EXECUTIVE Sd/	10 (Ten)	
RAKESH D. TAINWALA S/o. Durgarmal Tainwala 71, Nutan Laxmi Society JVPDS, Bombay - 400 049 BUSINESS Sd/	10 (Ten)	
KAMAL KUMAR JOHARI S/o Manohar Das Johari 8-18, Swati Manor Building, N. C. Kelkar Road, Dadar (West), Bombay CHARTERED ACCOUNTANT Sd/	10 (Ten)	
HARI OM SHARMA S/o. Balj Nath Sharma B-18, Swati Manor Building, N. C. Kelkar Road, Dadar (West), Bombay CHARTERED ACCOUNTANT Sd/	10 (Ten)	
CHATURBHUJ PRASAD S/o. Badri Prasad 71, Kalpataru, Nutan Laxmi Soc., Road No. N. S. 8 & 9 JVPDS, Bombay-400 049. SERVICE Sd/	10 (Ten)	
ASHOK KUMAR MUKHERJEE S/o. B. D. Mukherjee 201-A, Samir, 7 Bungalows Versova, Andheri (West), Bombay - 400 058. SERVICE Sd/	10 (Ten)	
TOTAL	70 (Seventy)	

Dated: 25th August. 1992

