LAXMI COTSPIN LIMITED
(A Govt. Recognized Star Export House & NSE-SME Listed Company)
Regd. Off.: Gut No. 399, Samangaon – Kajala Phata, Jalna-Ambad Road, Opp. Meenatai Thakare Vridhashram, JALNA - 431 203. (M.S.) India.
Off. 09765999633 E-mail: admin@laxmicotspin.com • Web Site: www.laxmicotspin.com
CIN NO - L17120MH2005PLC156866

Date-03 October, 2018

Ref. No. Date :

To,
The Manager Listing Department,
The national Stock Exchange of India Limited,
Exchange Plaza, NSE Building,
Bandra Kurla Complex,
Bandra – East,
Mumbai – 400 051

Dear Sir/Madam,

Ref: - (Symbol – LAXMICOT, ISIN - INE801V01019)

Sub: Submission of Memorandum of Association.

Dear Sir/Madam,

With reference to the captioned subject, we hereby inform you that pursuant to regulation 30 of SEBI (Listing obligation and Disclosure requirement) Regulations, 2015 we hereby inform you that the following alteration to the Memorandum of Association of the company, has been approved by the shareholders of the company in the 13th Annual General Meeting held on 13th August, 2018 at 10.30 A. M at the Registered office of the company situated at Gut No.399, Samangaon-Kajla Road, In Front of Meenatai Thakare Vridhashram, Samangaon Jalna – 431203 and MGT 14 is filled in ROC as on 23.08.2018.

The Main Object Clause i.e Clause III is altered by inserting the following new clause as Clause III A 3:

3. To carry on the business of extraction of oil from cotton seeds arising out cotton ginning and pressing and other oil seeds like soyabean, sunflower, Karadi, Groudnut, etc all of types of Oils (Edible and Non Edible) Oil Cakes, DOC (De Oiled Cake) and to buy, sell, in domestic market, import and export of these products.

ROC Challan and the copy of the amended Memorandum of Association of the company has been enclosed with this letter.

Kindly take same on your records.

Yours Faithfully,
For Laxmi Cotspin Limited

Pooja Potdar
Company Secretary

सत्यमेव जयते

GOVERNMENT OF INDIA

MINISTRY OF CORPORATE AFFAIRS

Registrar of companies, Mumbai
Everest, 100 Marine Drive, Mumbai, Maharashtra, India, 400002

Corporate Identity Number: L17120MH2005PLC156866

SECTION 13(1) OF THE COMPANIES ACT, 2013

Certificate of Registration of the Special Resolution Confirming Alteration of Object Clause(s)

The shareholders of M/s LAXMI COTSPIN LIMITED having passed Special Resolution in the Annual/Extra Ordinary General Meeting held on 13-08-2018 altered the provisions of its Memorandum of Association with respect to its objects and complied with the Section 13(1) of the Companies Act, 2013.

I hereby certify that the said Special Resolution together with the copy of the Memorandum of Association as altered has this day been registered.

Given under my hand at Mumbai this Fourth day of September Two thousand eighteen.

DS MINISTRY OF CORPORATE AFFAIRS 23

Digitally signed by DS MINISTRY OF CORPORATE AFFAIRS 23
DN: c=IN, o=MINISTRY OF CORPORATE AFFAIRS, postalCode=400002, st=Maharashtra, street=MUMBAI, 2.5.4.51=100 EVEREST BUILDING MARINE DRIVE, cn=DS MINISTRY OF CORPORATE AFFAIRS 23
Reason: I attest to the accuracy and integrity of this document
Date: 2018.09.04 12:59:30 +05'30'

Indrajit AjmalBhai Vania

Registrar of Companies

RoC - Mumbai

Mailing Address as per record available in Registrar of Companies office**:**

LAXMI COTSPIN LIMITED

GUT NO.399, SAMANGAON-KAJLA ROAD,, IN FRONT OF MEENATAI THAKARE VRIDHASHRAM,SAMANGAON, JALNA, Maharashtra, India, 431203

Ministry of Corporate Affairs • Office of Registrar of Companies

THE COMPANIES ACT, 1956

(COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION

OF

* Laxmi Cotspin Limited

I. The Name of the Company is ***Laxmi Cotspin Limited**

II. The registered office of the Company will be situated in the State of Maharashtra i.e. within the jurisdiction of Registrar of Companies, Maharashtra, at Mumbai.

III. The objects for which the Company is established are : -

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

1) **To carry on the business of cotton ginning & pressing and to work as spinners and doublers, weavers and manufacturers of yarns, cloth, fabric and garments either from cotton or from any other material including synthetic and polyester yarn, silks, and art silks, woolens and other materials and to work as buyers, sellers, traders, importers and exporters of cotton, yarns, cotton bales, cotton seeds, cloth and garments.

2) To carry on the business of dyers, printers and bleachers of yarns, cloths, fabrics, cotton, wools, silks and art silks and other staples, fibers and materials.

3) ***To carry on the business of extraction of oil from cotton seeds arising out of cotton ginning and pressing and other oil seeds like soyabean, sunflower, Karadi, Groudnut, Oil Cakes, (De Oiled Cake) and to buy ,sell, import and export of these Products.

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* **Change name made vide Special Resolution Passed in EOGM held on 14/09/2007 from Mauli Cotspin Private Limited to Laxmi Cotspin Private Limited.**

* **vide Special Resolution Passed In EOGM held on 07/02/2011 Convert company into public company and thereby Delete word private from Name and Present Name is "Laxmi Cotspin Limited"**

** **Amendeds vide Special Resolution Passed In EOGM held on 07/02/2011.**

***Inserted vide Special Resolution Passed in AGM held on 13/08/2018.**

(2)

(B) The objects incidental or ancillary to the attainment of the Main Objects are:-

4) To buy, sell or otherwise dispose of cotton, woolen, silk and art silk yarn.

5) To weave and otherwise buy and sell and deal in all kinds of cloth and other goods and fabrics, whether textile, felted, netted or lopped.

6) To carry on the business of dealers in water-proof materials and fabrics, poplins, American cloths, floor cloths and all kinds of imitation leathers and rubbers and to undertake the manufacture of ready-made garments.

7) To purchase or contract for immediate or future delivery 'Kapas' raw cotton wool, silk, hemp, jute, rags, yarns, cloth of various fibres and other fibrous articles iron and other metals and all stores and materials, chemicals, and things necessary or useful for dyeing, printing, spinning, weaving, bleaching, pressing, ginning or any other manufacturing purposes, and if deemed expedient by the Directors to sell back, or to send for sale to any part of the world all or any of the above mentioned materials, produce articles and things.

8) To sell for cash, or on credit, or to contract for the sale and future delivery of, or to send for sale to any part of the world, all or any of the produce, whatsoever of the Company.

9) To purchase and erect plant and machinery for the purposes of spinning, weaving, dyeing, printing, bleaching, pressing, ginning.

10) To export and import textile machinery and goods, cloth, yarn, readymade garments or any other finished product.

11) To purchase or accept leases of or otherwise in any manner acquire lands in any place with or without building thereon and whether of freehold, leasehold, under leasehold or other tenure whatsoever for all or any of the purposes of the Company including in particular but without prejudice to the generality of such purposes mills, gins, presses, houses and chawls for the accommodation of its employees.

12) To draw, make accept endorse, discount, issue, negotiate, assign and otherwise deal in cheques, drafts, bills of exchange, promissory notes hundies, debentures, bonds, bills of lading,

13) railway receipts, warrants, and all other negotiable or transferable instruments.

14) To undertake the payment of all rent, and the performance of all covenants, conditions, and agreements contained in and reserved by and leases that may be granted or assigned to or be otherwise acquired by the Company.

15) To add to, alter or enlarge, from time to time all or any of the buildings, premises and machinery, wheresoever situate, for the time, of improving, adding to, altering, repairing and maintaining the buildings, machinery and property of the Company.

16) To incur from time to time such expenses, and to lay out such sum or sums of money, as the Directors may deem expedient, for the purposes of working of the Company, or of improving or enlarging the business of the Company from time to time to erect and fix new machinery or plant on or in any of the lands, buildings and premises for the time being the property of the Company and from time to time to remove all or any of the machinery, plant and stores of company, being in or upon any lands, buildings and premises of the Company to other lands, buildings, or premises wheresoever situated of the Company.

17) To grant pensions or gratuities to any officers or employees or ex-officers or ex-employees of the Company or their relatives, connections or dependents or the families of any such persons and to establish, provide, maintain and support or to contribute to the establishment, provisions, maintenance and support of associations, institutions, libraries, crashes, clubs and canteen for the benefit of any such persons.

18) To contribute to Provident Fund for the benefit of the employees of the Company to pay bonuses and gratuities and to create, open and maintain funds for the purpose of paying from time to time such bonuses and gratuities whether compulsory or otherwise.

19) To borrow and raise money for any of the purposes of the Company in any manner including mortgage of its property and other fixed and current assets and on any terms approved by the Company, provided the Company shall not carry on Banking business as defined in the Banking Regulation Act, 1949.

20) For any purpose and in any manner and from time to time to mortgage or charge the whole or any part of the undertaking property and rights (including property and rights to be subsequently acquired) or of the Company and any money uncalled on any shares of the Capital (original or increased) of the Company, and whether at the time issued or created or not and to create, issue, make and give debenture, debenture-stock, bonds, or their obligations perpetual or otherwise, with or without any mortgage or charge on or any part of such undertaking property rights, and uncalled money.

21) To remunerate any person, firm or company rendering service to this Company, whether by cash payment or the allotment to him or them of shares of securities of the Company, credited as paid up in full or in part or otherwisee.

22) To promote any company or companies for the purpose of acquiring all or any of the property, rights or liabilities of this Company or for carrying on any business which this company is authorized to carry on or for an other purposes which may seem directly or indirectly calculated to benefit the Company or to promote or advance the interests of this Company.

23) To amalgamate with and to acquire and undertake on any terms and subject to any conditions, the whole or any part of the business, property and liabilities of any person or company carrying on any business which this Company is authorised to carry on or processed of property suitable for the purpose of the Company.

24) To invest any of the surplus moneys of the Company from time to time in securities or in shares or securities of a public or private company or Bank or Co-operative Credit Society and from time to time to sell or vary any or all such investments and to execute all receipts and documents that may be necessary in that behalf.

25) To subscribe or guarantee money for any national international, charitable, benevolent, educational, public, general or other useful objects, activity, exhibition or trade show or for any purpose whatsoever which may be or may appear to be conducive directly or to the furtherance of the objects of the Company or the interests of its members.

26) To advance Loans or to make investments or to give guarantees including corporate guarantees to any other person or a body corporate including a company for obtaining loan by that person or body corporate from any Bank or financial institution as deemed fit and suitable by the Board of Directors of the Company.

27) To acquire the whole or any part of the business and property or liabilities of any undertaking, company association, firm or individual, which may seem to the Board of Directors capable of being profitably carried on.

28) To spend money on experimenting up to testing and improving or securing any process, or processes, patent of patents or copyright, or protecting any invention or inventions, copyright or copyright which the company may acquire or purpose to acquire or deal with.

29) To provide for or utilize such sum of sums of money that may be agreed upon by the Company from time to time for research and development connected with the objects of the Company and for the protection of interest of the Company.

30) To enter into agreements with any Governments or authorities supreme, municipal, local or otherwise that may seem conducive to the Company's objects or any of them and to obtain from any such Government or authority any rights, privileges and concessions which the Company may think fit desirable to obtain and to carry on exercise and comply with any such arrangements, rights, privileges and concessions and to approve the grant or any such rights privileges or concessions to others.

31) To open, maintain, adjust, close account or accounts with individual firm, Company, with any bank or bankers and withdraw money from such accounts.

32) To buy, acquire and own stocks, debentures, debenture stock, bonds, obligations and securities issued or granted by any Company constituted, established or carrying on business in India or elsewhere and to sell exchange, transfer, dispose of, deal in or turn into account shares, stocks, debentures, debenture stock, bonds, obligations and securities provided always that no investment imposing unlimited liability upon the Company shall be made or undertaken by the Company.

33) To take or otherwise acquire and hold shares in any other Company having objects altogether or in part similar to those of the Company.

34) To distribute as bonus shares amongst the members or to place or reserve or otherwise to apply as the Company may from time to time think fit any moneys received by way of premium on shares or debentures issue at a premium by the Company and any moneys received in respect of forfeited shares and moneys arising

35) from any other resources or undistributed profits, subject to the provisions of the Act.

36) To communicate with Chambers of Commerce and other mercantile and public bodies throughout the world and concert and promote measures for the protection of the trade, industry and person engaged therewith.

37) To subscribe to, become a member of, subside and co-operate with any other association whether incorporated or not, whose object are altogether or in part similar to those of the Company and to procure from and communicate to any association, such information as may be likely to forward the objects of the Company.

38) To subscribe or guarantee money for any national, philanthropic charitable or benevolent objective of for any exhibition or for any public, or useful object or for any other purpose which may directly or indirectly further the objects of the Company or the interest of its business.

39) To undertake and execute any trust the undertaking of which may seem to the Company desirable and either gratuitously or otherwise.

40) To give to any director officers, employees, or servants of the Company any share or interests in the profit of the company's business or any branch thereof, and whether carried on by means or through the agency of any subsidiary Company or not any for that purpose to enter into arrangement as the Company may think fit.

C. OTHER OBJECTS:

41) To carry on the business of manufacturers, designers, assemblers, importers, exporters, buyers, sellers and dealers in all types of Hydraulic and other machineries, mechanisms, equipments, controls, components and tools including pumps, motors, valves, fittings and accessories for industrial, agricultural, mobile, marine, aeronautical and other applications.

42) To carry on all or any of the business of machinists, wire drawers, radio tube manufactures, electric lamp and bulb manufactures of all kinds, shapes, voltage, wattage in their various applications, designs in existence today or to be invented thereafter and manufacture of all types of electronic devices in vogue today or to be invented hereafter.

43) To manufacture, import, export, buy, sell, exchange, after improve, manipulate, prepare for market, supply and otherwise deal in all kinds of plants, machinery, apparatus, tools stores and spare parts, utensils substances, materials and goods required for any manufacturing and other industries of whatsoever description.

44) To carry on business as manufacturers of and dealers in toilet requisites and manufacturers of all kinds of boxes and cases wholly of card, wood metal or otherwise and printers, colour printers, publishers, stationers, candle makers, manufacturers of perfumeries and manufacturers, of insecticides.

45) To purchase, lease, exchange or take in exchange hire or obtain assignment of or otherwise acquire or take under license or concession improve, manage, develop, sell, mortgage, hypothecate or pledge, exchange or dispose of, turn, to account or otherwise deal with all or any lands of any description and tenure, building works, mine, mining rights, plantation, forests, easements, licenses, leases, machinery, plant and stock-in-trade and any other property rights or privileges or interest therein which the company may think necessary or convenient and to explore, work, exercise, develop and turn to account the same.

IV. The liability of members is limited.

V. *a) The Authorized Share Capital of the Company is Rs. 40,00,00,000/- (Rs. Forty Crores Only) divided in to 400,00,000 (Four Crores Only) Equity Shares of Rs. 10/- (Rs. Ten only) each.

**b) The paid up capital of the Company shall be a minimum of Rs.5,00,000/ (Rupees Five Lacs only)

* **Authorised Share capital increased from 6 crore to 15 crore by passing Special Resolution passed in EOGM held on 20/02/2010**

* **Authorised Share capital increased from 15 crore to 20 crore by passing Special Resolution passed in EOGM held on 21/03/2010**

* **Authorised Share capital increased from 20 crore to 40 crore by passing Special Resolution passed in EOGM held on 07/02/2011**

**** Altered vide Special Resolution passed in the EOGM held on 07/02/2011**

(8)

We, the several persons whose names, and addresses and occupation are subscribed hereunder are desirous of being formed in to a Company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the capital of the Company set opposite to our respective names.

Names, Address, description and occupation of each subscribers	No. of Equity Shares taken by each subscriber	Signature of Subscriber	Signature, Name, Address, description and occupation of witness.
Shivratan Mundada S/o. Shrigopal Mundada Manik Nagar, Sambhaji Nagar, Jalna – 431 203 Occupation- Business	Equity Shares 5000 (Five Thousand)	**Sd/-** Shivratan Mundada	
Sanjay Rathi S/o. Kachrulal Rathi "Vrandavan", College Road, Jalna – 431 203. Occupation- Business	Equity Shares 5000 (Five Thousand)	**Sd/-** Sanjay Rathi	
Total	**10000 (Ten Thousand)**		

Date- 4th day of October 2005.
Place:- Jalna