Marine Electricals (India) Limited

B-1, Udyog Sadan-3, MIDC, Opp. SEEPZ, Andheri (E), Mumbai-93. INDIA, Tel.: 91-22-40334300 / 28349132 Fax : 91-22-28364045
E-mail : marine@bom4.vsnl.net.in, Website : www.marineelectricals.com Corporate Identity Number : U31907MH2007PLC176443

ISO 9001:2015 ISO 14001:2015 OHSAS 18001:2007 CERTIFIED BY IRQS MGMT. SYS RvA C 071

Ref: MEIL/SEC/2019-20/04

Date: 13th July, 2019

The Manager
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block- G,
Bandra Kurla Complex,
Bandra (East) Mumbai–400 051.
Fax No. 26598235/8237/8347.
Symbol: MARINE

Dear Sirs/Madam,

Sub:- Results of the Postal ballot pursuant to Regulation 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015")

Ref: Postal Ballot Notice dated 23rd May, 2019

With reference to Postal Ballot Notice dated 23rd May 2019 sent to the members of the Company for seeking their approval in respect of the below mentioned resolutions:

1. To Increase the authorised share capital of the Company and consequent amendement to Memorandum of Association of the Company.
2. To Approve related party transactions.
3. Issue of Equity Shares on Preferential basis.
4. Migration of Listing / Trading of Equity Shares of the Company from SME Platform (EMERGE) to National Stock Exchange of India Limited (NSE) to Main Board of NSE.

We would like to state that aforesaid resolutions have been approved by members with requisite majority and shall be deemed to have been passed on 12th July, 2019, being the last day of receipt of postal ballot form / e-voting.

Further we enclose herewith a copy of the Scrutiniser's report and a statement containing the details of voting results in the prescribed format pursuant to Regulation 44 of the SEBI Listing Regulations, 2015.

Marine Electricals (India) Limited

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Consequent to the aforesaid approval, the Company's Authorised Share Capital stands increased from Rs. 25,00,00,000 to Rs. 30,00,00,000 by creation of additional 50,00,000 Equity Shares of Rs. 10/- each. Pursuant to regulation 30 of SEBI Listing Regulations, 2015, a copy of amended Memorandum of Association is enclosed.

Yours faithfully,

For Marine Electricals (India) Limited

Marine Electricals (India) Limited

Mr. Vinay K Uchil
Director
DIN: 01276871

Encl: As above

Marine Electricals (India) Limited

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Company Name	Marine Electricals India Limited
Date of Postal Ballot	23rd May, 2019
Voting	
Start Date	13th June, 2019 at 9.30 a.m.
End Date	12th July, 2019 at 5.00 p.m.
Total Number of shareholders on record date (cut off date - 07th June, 2019)	198
No. of Shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group	Not Applicable
Public	Not Applicable
No. Of Shareholders attended the meeting through video Conferencing:	Not Applicable
Promoters and Promoter Group	Not Applicable
Public	Not Applicable

Marine Electricals (India) Limited

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ISO 9001:2015 ISO 14001:2015 OHSAS 18001:2007 CERTIFIED BY IRQS MGMT. SYS. RvA C 071

Resolution (1)								
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the			Yes - Mr. Venkatesh K. Uchil and Mr. Vinay K. Uchil to the extent of their shareholding					
Category	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100**	**No. of Votes – in favour (4)**	**No. of Votes – against (5)**	**% of Votes in favour on votes polled (6)= [(4)/(2)]* 100**	**% of Votes against on votes polled (7)= [(5)/(2)]*100**
Promoter and Promoter Group	E-Voting	12681375	12681375	100	12681375	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	12681375	12681375	100	12681375	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	1172000	1172000	100	1172000	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	400	400	100	400	0	100	0
	Total	1172400	1172400	100	1172400	0	100	0
Total		**13853775**	**13853775**	**100**	**13853775**	**0**	**100**	**0**

Marine Electricals (India) Limited

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ISO 9001:2015 MGMT.SYS
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OHSAS 18001:2007
CERTIFIED BY IRQS

Resolution (2)								
Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the			Yes - Mr. Venkatesh K. Uchil and Mr. Vinay K. Uchil to the extent of their shareholding					
Category	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100**	**No. of Votes – in favour (4)**	**No. of Votes – against (5)**	**% of Votes in favour on votes polled (6)= [(4)/(2)]*100**	**% of Votes against on votes polled (7)= [(5)/(2)]*100**
Promoter and Promoter Group	E-Voting	12681375	12681375	100	12681375	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	12681375	12681375	100	12681375	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	1172000	1172000	100	1172000	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	400	400	100	400	0	100	0
	Total	1172400	1172400	100	1172400	0	100	0
Total		**13853775**	**13853775**	**100**	**13853775**	**0**	**100**	**0**

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Resolution (3)								
Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the			Yes - Mr. Venkatesh K. Uchil and Mr. Vinay K. Uchil to the extent of their shareholding					
Category	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100**	**No. of Votes – in favour (4)**	**No. of Votes – against (5)**	**% of Votes in favour on votes polled (6)= [(4)/(2)]* 100**	**% of Votes against on votes polled (7)= [(5)/(2)]*100**
Promoter and Promoter Group	E-Voting	12681375	12681375	100	12681375	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	12681375	12681375	100	12681375	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	1172000	1172000	100	1172000	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	400	400	100	400	0	100	0
	Total	1172400	1172400	100	1172400	0	100	0
Total		**13853775**	**13853775**	**100**	**13853775**	**0**	**100**	**0**

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In terms of Regulation 277 of the SEBI (Issue of Share capital and Disclosure Requirements) Regulations, 2018, the Special Resolution shall be acted upon if and only if the votes cast by shareholders other than promoters in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal

Resolution (4)

Resolution required: (Ordinary/ Special)	Special
Whether promoter/ promoter group are interested in the	Yes - Mr. Venkatesh K. Uchil, Mr. Vinay K. Uchil and KDU Enterprises Pvt Ltd to the extent of their shareholding

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]* 100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	-						
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	1172000	1172000	100	1172000	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	400	400	100	400	0	100	0
	Total	1172400	1172400	100	1172400	0	100	0
Total		**1172400**	**1172400**	**100**	**1172400**	**0**	**100**	**0**

Note: Referred to Regulation 277 of SEBI (ICDR) Regulations, 2018, the aforesaid resolution was passed by public shareholders with requisite majority on 12th July, 2019.

Marine Electricals (India) Limited

REPORT OF SCRUTINIZER ON E-VOTING AND POSTAL BALLOT PROCESS

[PURSUANT TO SECTION 108 AND SECTION 110 OF THE COMPANIES ACT, 2013 READ WITH RULE 20 & 22 OF COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014]

13th July 2019

TO,
THE CHAIRMAN
MARINE ELECTRICALS (INDIA) LIMITED
B/1, UDYOG SADAN NO.3, MIDC, ANDHERI (E), MUMBAI 400093.

Dear Sir/Madam,

Subject: Scrutinizers Report on E-voting and postal Ballot Process conducted pursuant to the provisions of section 108 and section 110 of the companies Act 2013 ('the act') read with Rule 20& 22 of the Companies Management and Administration Rules ,2014.

The Board of directors of Marine Electricals (India) Limited ('the company') have vide resolution passed on 23rd May 2019 decided to provide to the members of the company, a facility to exercise their voting rights on the resolution for the following matters :

1. TO INCREASE THE AUTHORIZED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT AMENDMENT TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.

2. TO APPROVE THE RELATED PARTY TRANSACTION.

3. ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS.

4. MIGRATION OF LISTING /TRADING OF EQUITY SHARES OF THE COMPANY FROM SME PLATFORM (EMERGE) OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED (NSE) TO MAIN BOARD OF NSE.

Pursuant to the provision of section 108 and section 110 of the Companies Act 2013 read Rule 20 & 22 of the Companies Management and Administration Rules, 2014.

I, **Akansha Rathi**, Company Secretary in Practice having Membership Number **FCS: 9288 COP:10134**, Proprietor at **Akansha Rathi and Associates**, Navi Mumbai has been appointed as the scrutinizer by the Board of directors of Company vide resolution passed on 23rd May 2019 as required under section 108 and

AKANSHA RATHI AND ASSOCIATES FCS 9288

16/B, Ground Foor, H&G House, Plot No. 12, Sector 11, CBD Belapur, Navi Mumbai - 400 614
Tel: 022-49245109 www.akansharathi.com
Email: akansha@akansharathi.com

section110 of the Companies Act 2013 read with Companies Management and Administration Rules, 2014, for the purpose of Scrutinizing the E-voting process and Postal Ballot process in a fair and transparent manner and ascertain the requisite majority for passing of the aforesaid resolution.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and the rules relating to voting through electronic means and postal ballot on the resolutions mentioned above.

My responsibility as the scrutinizer is restricted to ensure that the e-voting process and the postal ballot process is conducted in the fair and transparent manner and make the scrutinizers report of the votes cast " **in favor** " **or** "**Against** " the resolution stated above, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company and postal ballots received through post till the time fixed for closing of the voting process i.e 12th July 2019 at 5 P.M. (IST).

The notice dated 23rd May 2019 was sent to the shareholders of the Company along with statement setting out material facts under section 102 of the Companies Act 2013.

The members of the Company holding shares on the cutoff date 7th June 2019 were entitled to vote on the resolution proposed and set out in the postal Ballot Notice.

In this regard, I submit my report as under:

1. The e-voting period remained open from 13th June 2019 at 9.30 A.M (IST) and ends on 12th July 2019 at 5 P.M. (IST).

2. The postal Ballot Notice dated 23rd May, 2019 contained the detailed procedure to be followed the shareholders who are desirous of casting their votes through physical Ballot or through electronic means

3. The above Notice was placed on the website of the Company (www.marineelectricals.com) forthwith after it was sent to the members).

4. As prescribed in the aforesaid Rules, the company had released an advertisement, which was published in The Free Press Journal (English Version), Mumbai Edition and Navshakti newspaper (Marathi Version) Mumbai Edition on 11th June 2019, respectively and it carried the required information as specified in the said Rules.

5. At the end of the voting period on Friday, 12th July, 2019 (5.00 p.m, IST) ,the voting portal of the service provider was blocked forthwith .On 12th July , 2019 (5.30 p.m, IST) , the votes cast through e-voting facility was duly unblocked by me as a scrutinizer in the presence of Ms Shweta Lohiya and Ms Ashwini Pawar who act as witnesses and are not in employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

Shweta Lohiya

Ashwini Pawar

AKANSHA RATHI AND ASSOCIATES FCS 9288

6. The details containing list of the shareholders who voted for or against each of the resolutions that were put to vote were downloaded from e-voting website of NSDL.(https://www.evoting.nsdl.com).

7. I have scrutinized the votes casted through electronic means and through postal ballot process for the purpose of the report.

8. The Company dispatched postal ballot forms along with postage prepaid business reply envelope to its members whose name(s) appeared on the register of Members /List of beneficiaries as on 7th June,2019 and whose email ids were not registered for e-voting

9. The Postal Ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.

10. The ballot boxes were opened on 12th July 2019 at 5PM in my presence and the postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched /Confirmed with Register of Members of the Company / list of beneficiaries as on7th June, 2019 being the cutoff date for dispatch of postal ballot notice. With the support of Registrar and Share Transfer Agent ("RTA") of the company, signatures of members who had cast their votes were verified with their specimen signatures registered with RTA as provided by the depositories.

11. All the postal ballot forms received up to close of working hours i.e. 05 P.M (IST) on Friday, 12th July 2019, the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny.

12. I did not find any defaced or mutilated ballot paper.

13. The envelopes containing postal ballot forms received after 12th July 2019 were not considered for my scrutiny. Till the date of my report, I have not received any envelope after the closing of working hours on Friday 12th July 2019

14. The particulars of all the votes casted by postal ballot as well as through e-voting process have been recorded in a register separately maintained for the purpose.

As a Scrutinizer the duly complied consolidated report of the remote e-voting carried out by the shareholders and physical postal ballots received from the shareholders is as follows:

Resolution No.1: Ordinary Resolution

To increase the authorized share capital of the company and consequent amendment to the Memorandum of Association of the company.

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Particulars	Number of members who cast their votes	Number of votes cast by them	% of total number of valid votes cast
Total Votes casted by electronic means	15	**1,92,08,050**	100
Total Votes received through Physical postal ballot forms	3	**600**	0.00
Total Invalid Votes	1	**200**	0.00
Total Valid Votes	17	**1,92,08,450**	**100**
Votes cast in favour of the Resolution (Promoters/Promoters group)	3	1,80,36,050	93.89
Votes cast in favour of Resolution (Public)	14	**11,72,400**	6.10
Votes cast against the Resolution (Promoters/Promoters group)	0	**0**	0
Votes cast against the Resolution (Public)	0	**0**	0
Total votes in favour of the Resolution	17	**1,92,08,450**	**100**
Total Votes against the Resolution	0	**0**	0

AKANSHA RATHI AND ASSOCIATES FCS 9288

Summary of voting result

Resolution required: Ordinary/Special							Ordinary	
Category	Mode of Voting	No of Shares held (1)	No of Votes casted (2)	% of Votes casted on outstanding Shares (3) = [(2)/(1)] * 100	No of Votes in Favour (4)	No of Votes in Against (5)	% of Votes in Favour on Votes polled (6) = [(4)/(2)]* 100	% of Votes in Against On votes polled (7) = [(5)/(2)]* 100
Promotor and Promotor Group	Postal Ballot	0	0	0	0	0	0	0
	E- voting	1,26,81,375*	1,26,81,375*	100	1,26,81,375*	0	100	0
Public Institution	Postal Ballot	0	0	0	0	0	0	0
	E- voting							
Non-Public Institution	Postal Ballot	400	400	100	400	0	100	0
	E- voting	11,72,000	11,72,000	100	11,72,000	0	100	0
Total		1,38,53,775	1,38,53,775	100	1,38,53,775	0	100	0

* Interested Promoter shares i.e. Vinay Uchil and Venkatesh Uchil are not considered.

Resolution No.2: Special Resolution

To approve the Related party transactions

Particulars	Number of members who cast their votes	Number of votes cast by them	% of total number of valid votes cast
Total Votes casted by electronic means	15	**1,92,08,050**	100
Total Votes received through Physical postal ballot forms	3	**600**	0.00

AKANSHA RATHI AND ASSOCIATES FCS 9288

Total Invalid Votes	1	**200**	0.00
Total Valid Votes	17	**1,92,08,450**	**100**
Votes cast in favour of the Resolution (Promoters/Promoters group)	3	1,80,36,050	93.89
Votes cast in favour of Resolution (Public)	14	**11,72,400**	6.10
Votes cast against the Resolution (Promoters/Promoters group)	0	**0**	0
Votes cast against the Resolution (Public)	0	**0**	0
Total votes in favour of the Resolution	17	**1,92,08,450**	**100**
Total Votes against the Resolution	0	**0**	0

Summary of voting result

Resolution required: Ordinary/Special							Special	
Category	Mode of Voting	No of Shares held (1)	No of Votes casted (2)	% of Votes casted on outstanding Shares (3) = [(2)/(1)] * 100	No of Votes in Favour (4)	No of Votes in Against (5)	% of Votes in Favour on Votes polled (6) = [(4)/(2)]* 100	% of Votes Against On votes polled (7) = [(5)/(2)]* 100
Promotor and Promotor Group	Postal Ballot	0	0	0	0	0	0	0
	E-voting	1,26,81,375*	1,26,81,375*	100	1,26,81,375*	0	100	0
Public Institution	Postal Ballot	0	0	0	0	0	0	0
	E-voting							
Non-Public Institution	Postal Ballot	400	400	100	400	0	100	0
	E-voting	11,72,000	11,72,000	100	11,72,000	0	100	0
Total		1,38,53,775	1,38,53,775	100	1,38,53,775	0	100	0

AKANSHA RATHI AND ASSOCIATES FCS 9288

* Interested Promoter shares i.e. Vinay Uchil and Venkatesh Uchil are not considered.

Resolution No.3: Special Resolution

Issue of Equity Shares on preferential Basis.

Particulars	Number of members who cast their votes	Number of votes cast by them	% of total number of valid votes cast
Total Votes casted by electronic means	15	1,92,08,050	100
Total Votes received through Physical postal ballot forms	3	600	0.00
Total Invalid Votes	1	200	0.00
Total Valid Votes	**17**	**1,92,08,450**	**100**
Votes cast in favour of the Resolution (Promoters/Promoters group)	3	1,80,36,050	93.89
Votes cast in favour of Resolution (Public)	14	**11,72,400**	6.10
Votes cast against the Resolution (Promoters . . omoters group)	0	**0**	0
Votes cast against the Resolution (Public)	0	**0**	0
Total votes in favour of the Resolution	**17**	**1,92,08,450**	**100**
Total Votes against the Resolution	0	**0**	0

AKANSHA RATHI AND ASSOCIATES FCS 9288

Summary of voting result

Resolution required: Ordinary/Special						Special		
Category	Mode of Voting	No of Shares held (1)	No of Votes casted (2)	% of Votes casted on outstanding Shares (3) = [(2)/(1)] * 100	No of Votes in Favour (4)	No Vote in Against (5)	% of Votes in Favour on Votes polled (6) = [(4)/(2)]* 100	% of Votes Against On votes polled (7) = [(5)/(2)]* 100
Promotor and Promotor Group	Postal Ballot	0	0	0	0	0	0	0
	E- voting	1,26,81,375*	1,26,81,375*	100	1,26,81,375*	0	100	0
Public Institution	Postal Ballot	0	0	0	0	0	0	0
	E- voting							
Non-Public Institution	Postal Ballot	400	400	100	400	0	100	0
	E- voting	11,72,000	11,72,000	100	11,72,000	0	100	0
Total		1,38,53,775	1,38,53,775	100	1,38,53,775	0	100	0

* Interested Promoter shares i.e Vinay Uchil and Venkatesh Uchil are not considered

Resolution No.4: Special Resolution

Migration of Listing /Trading of Equity Shares of the Company from SME Platform (EMERGE) of National Stock Exchange of India Limited (NSE) to main Board of NSE.

Particulars	Number of members who cast their votes	Number of votes cast by them	% of total number of valid votes cast
Total Votes casted by electronic means	15	**1,92,08,050**	100
Total Votes received through Physical postal ballot form:	3	**600**	0.00
Total Invalid Votes	1		0.00

AKANSHA RATHI AND ASSOCIATES FCS 9288

Total Valid Votes	17	**200**	**100**
Votes cast in favour of the Resolution (Promoters/Promoters group)	3	**1,92,08,450**	93.89
Votes cast in favour of Resolution (Public)	14	1,80,36,050	6.10
Votes cast against the Resolution (Promoters/Promoters group)	0	**11,72,400**	0
Votes cast against the Resolution (Public)	0	**0**	0
Total votes in favour of the Resolution	17	**0**	**100**
Total Votes against the Resolution	0	**1,92,08,450**	0

Summary of voting result as per regulations 277 of the SEBI (Issue of Capital Disclosure Requirements) Regulations, 2018

Resolution required: Ordinary/ Special							Special	
Category	Mode of Voting	No of Shares held (1)	No of Votes casted (2)	% of Votes casted on outstanding Shares (3) = [(2)/(1)] * 100	No of Votes in Favour (4)	No of Votes in Against (5)	% of Votes in Favour on Votes polled (6) = [(4)/(2)]* 100	% of Votes Against On votes polled (7) = [(5)/(2)]* 100
Promotor and Promotor Group	Postal Ballot	Not applicable as per Regulation 277 of SEBI (ICDR) Regulations, 2018						
	E- voting							
Public Institution	Postal Ballot	0	0	0	0	0	0	0
	E- voting							
Non-Public Institution	Postal Ballot	400	400	100	400	0	100	0
	E- voting	11,72,000	11,72,000	100	11,72,000	0	100	0

AKANSHA RATHI AND ASSOCIATES FCS 9288

In terms of regulation 277 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 the Special Regulation shall be acted upon if and only if the vote cast by shareholders other than promoters in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.

15. The Register and all other papers and relevant records relating to voting shall remain in our custody until Company Secretary or Chairman consider, approves and signs the result of the Postal Ballot.

16. Result: All the resolutions have secured requisite majority of votes, the respective resolutions may be considered to have been passed. The Company Secretary or Chairman may accordingly declare the result of the voting.

Thanking You,
Yours Faithfully

Akansha Rathi

Akansha Rathi
Company Secretary in Practice
FCS: 9288
COP: 10134

Scrutinizer appointed for the E-voting and Postal Ballot by the Board of Directors.

Date: 13th July 2019
Place: Mumbai

Certificate of Incorporation Consequent upon conversion to Public Limited Company

सत्यमेव जयते

GOVERNMENT OF INDIA

MINISTRY OF CORPORATE AFFAIRS

Registrar of companies, Mumbai

Everest, 100 Marine Drive, Mumbai, Maharashtra, India, 400002

Corporate Identity Number: U31907MH2007PLC176443

Fresh Certificate of Incorporation Consequent upon Conversion from Private Company to Public Company

IN THE MATTER OF MARINE ELECTRICALS (INDIA) PRIVATE LIMITED

I hereby certify that MARINE ELECTRICALS (INDIA) PRIVATE LIMITED which was originally incorporated on Fourth day of December Two thousand seven under the Companies Act, 1956 as MARINE ELECTRICALS (INDIA) PRIVATE LIMITED and upon an intimation made for conversion into Public Limited Company under Section 18 of the Companies Act, 2013; and approval of Central Government signified in writing having been accorded thereto by the RoC - Mumbai vide SRN G94383015 dated 01.08.2018 the name of the said company is this day changed to MARINE ELECTRICALS (INDIA) LIMITED.

Given under my hand at Mumbai this First day of August 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: 2018.08.01 11:19:41 +05'30'

V T SAJEEVAN

Registrar of Companies

RoC - Mumbai

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

MARINE ELECTRICALS (INDIA) LIMITED
B/1, UDYOG SADAN NO.3, MIDC,, ANDHERI (E),, MUMBAI,
Maharashtra, India, 400093

सत्यमेव जयते

GOVERNMENT OF INDIA

MINISTRY OF CORPORATE AFFAIRS

Registrar of companies, Mumbai

Everest, 100 Marine Drive, Mumbai, Maharashtra, India, 400002

Corporate Identity Number: U31907MH2007PTC176443

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 MARINE ELECTRICALS (INDIA) PRIVATE LIMITED having passed Special Resolution in the Annual/ Extra Ordinary General Meeting held on 04-01-2017 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 Eighth day of February Two thousand seventeen.

Ministry of Corporate Affairs - Govt of India

Digitally signed by Ministry of Corporate Affairs - Govt of India
DN: c=IN, o=Ministry of Corporate Affairs - Govt of India, ou=CO - RS&SRS, postalCode=400032, st=Maharashtra, street=MARINE LINES, 2.5.4.17=100 EVEREST BLDG MARINE DRIVE, cn=Ministry of Corporate Affairs - Govt of India
Reason: I attest to the accuracy and integrity of this document
Date: 2017.02.08 20:18:45 +05'30'

SATYA PARKASH KUMAR

Registrar of Companies (STS)

Registrar of Companies

RoC - Mumbai

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

MARINE ELECTRICALS (INDIA) PRIVATE LIMITED

B/1, UDYOG SADAN NO.3, MIDC,, ANDHERI (E),, MUMBAI, Maharashtra, India, 400093

प्रारुप 1
पंजीकरण प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : U31907MH2007PTC176443 2007 - 2008

मैं एतदद्वारा सत्यापित करता हूँ कि मैसर्स

MARINE ELECTRICALS (INDIA) PRIVATE LIMITED

का पंजीकरण, कम्पनी अधिनियम 1956 (1956 का 1) के भाग 9 के अधीन आज किया जाता है और यह कम्पनी प्राइवेट लिमिटेड है।

यह निगमन-पत्र आज दिनांक चार दिसम्बर दो हजार सात को मेरे हस्ताक्षर से मुंबई में जारी किया जाता है।

Form 1
Certificate of Incorporation

Corporate Identity Number : U31907MH2007PTC176443 2007 - 2008
I hereby certify that MARINE ELECTRICALS (INDIA) PRIVATE LIMITED is this day incorporated under Part IX of the Companies Act, 1956 (No. 1 of 1956) and that the company is private limited.

Given under my hand at Mumbai this Fourth day of December Two Thousand Seven.

(SHYAM SUNDER .)

सहायक कम्पनी रजिस्ट्रार / Assistant Registrar of Companies
महाराष्ट्र, मुंबई
Maharashtra, Mumbai

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता :
Mailing Address as per record available in Registrar of Companies office:
MARINE ELECTRICALS (INDIA) PRIVATE LIMITED
B/1, UDYOG SADAN NO.3, MIDC,, ANDHERI (E),,
MUMBAI - 400093,
Maharashtra, INDIA

THE COMPANIES ACT 1956

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

MARINE ELECTRICALS (INDIA) LIMTED**

MEMORANDUM OF ASSOCIATION OF MARINE ELECTRICALS (INDIA) LIMITED**, a company under chapter IX of the Companies Act, 1956 made and entered at Mumbai this 30 day of NOV, 2006 by and between:

1. MR. VENKATESH KRlSHNAPPA UCHIL, Indian Inhabitant Residing at 502, Heritage,Hiranandani Gardens, Powai, Mumbai – 400076 (hereinafter referred as the party of the First Part) of the First Part.

2. MRS. PREMLATA KRISHNAPPA UCHIL. Indian Inhabitant Residing at 502, Heritage, Hiranandani Gardens, Powai, Mumbai - 400076 (hereinafter referred as the party of the Second Part) of the Second Part

3. MR. VINAY KRISHNAPPA UCHIL, Indian Inhabitant Residing at 502, Heritage, Hiranandani Gardens, Powai, Mumbai - 400076 (hereinafter referred as the party of the Third Part) of the Third Part.

4. MRS. TANUJA DEEPAK PUDHIERKAR, Indian Inhabitant Residing at 501, Glen croft.,Hiranandani Gardens, Powai, Mumbai - 400076 (hereinafter referred as the part) of theFourth Part) of the Fourth Part.

5. MR. VILAS MAHADEO KUlKARNI, Indian Inhabitant Residing at 201, A Shivaji Apartments, N. S. Mankikar Road, Sion, Mumbai- 400022 (hereinafter referred as the party of the Fifth Part) of the Fifth Part

6. MR. BHALCHANDRA SITARAM BHALERAO, Indian Inhabitant Residing at 407, Helen, 33, St. Cyril Road, Bandra (West), Mumbai - 400050 (hereinafter referred as the part of the Sixth Part) of the Sixth Part.

7. MR. KALPESH SHASHIKAN'T MEHTA, Indian Inhabitant Residing at B-I031104, Chundula Park, Opp. Dena Bank, Bhayander (West) Thane- 401 110 (hereinafter referred to as the party of the Seventh Part) of the Seventh Part.

AND WHEREAS, originally the said partnership were formed by Mr. Venkatesh Krishnappa Uchil, & Mrs. Premlata Krishnappa Uchil vide partnership agreement dated 24th May, 2004 and was modified by Supplementary Deed of Admission dated 9th August, 2007 for admission of partners.
**Name Altered vide Special Resolution passed at the EGM of Shareholders on 25th July 2018.

AND WHEREAS, vide the supplementary deed of partnership dated 9th August, 2007, all Seven Parties of the above parts (as described above), have agreed to carry on business, in the existing registered partnership firm which was originally registered on 24th May, 2004 under the provisions of the Indian Partnership Act, 1932 with the Registrar of Firms, Maharashtra, Mumbai, vide Receipt No. BAA1603 under the name and style of M/s. MARINE ELECTRICALS.

WHEREAS the said firm has been carrying the business of manufacturers, producers, processors, contractors, repairs, exporters, importers, representatives, agents, traders in all types of marine electricals and electronics switch-gears, control-gears, electrical and electronic components its accessories and to provide consultancy services in designing, fabricating, installing and reparing all types of electrical and electronic installations in India or abroad from its principal place of buiness at B-1, Udyog Sadan-3, M.I.D.C., Marol Industrial Area, Andheri (East), Mumbai – 400 093, And Factory Premises at Plot No. S17 & S18 Verna Electronic City, Verna, Goa 403 722.

WHEREAS all the parties hereto who are the members of the said partnership for sake of smooth working and better and effective management and improvement and advancement of business, have agreed and decided in their meeting dated (copy-Annexure "A") that all the members of the partnership being a Joint Stock Company within the meaning of the said Joint Stock Company under part IX of the Companies Act, 1956 as a Company for Carrying on and continuing the said business of the firm uninterrupted in a Joint Stock Company; and to abide by and be subject to the declaration and regulations contained in these Memorandum and Articles of Association and

Whereas the parties hereto have mutually agreed, that their share in the present Joint Stock Company represented by fixed capital of Rs.5,00,000/- and also through respective share in the current Capital Account right to assets. While conversion the fixed capital of the partners totaling Rs.5,00,000/- shall convert in the respective proportion of the equity share capital. And the shares in profit of partners shall continue exactly in the same proportion, when the joint Stock Company Partnership firm is registered as company and according to their respective Share holding in the Share Capital as the Members of the Joint Stock Company at the time of registration shall be in the following manner :

Sr. No.	Name of the Partner	No. of Equity Shares of Rs.10/- Fully Paid up.	Amount of fixed capital converted into share capital (Rs.)
1.	Mr. Venkatesh K. Uchil	24875	Rs. 2,48,750/-
2.	Mrs. Premlata K. Uchil	24875	Rs. 2,48,750/-
3.	Mr. Vinay K. Uchil	50	Rs.500/-
4.	Mrs. Tanuja D. Pudhierkar	50	Rs.500/-
5.	Mr. Vilas M. Kulkarni	50	Rs.500/-
6.	Mr. Bhalchandra S. Bhalerao	50	Rs.500/-
7.	Mr. Kalpesh S. Mehta	50	Rs.500/-
	TOTAL	50000	Rs.5,00,000/-

NOW THIS MEMORANDUM WITNNESSETH AND IT IS HEREBY AGREED BY AND BETWEEN THE PARTIES HERETO THAT THEIR RIGHTS AND OBLIGATION BE GOVERNED BY THE FOLLOWING RESOLUTIONS THAT IS TO SAY:

In these presents, unless there be something in the subject or context inconsistent therewith, the expression "company" means the joint stock company and the Partnership herein referred to and after registration' of the company, the company so Incorporated.
I. The name of the company is "MARINE ELECTRICALS (INDIA) LIMITED"**
II. The Registered Office of the company will be situated in 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. THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE :
1. To carry on the business as manufacturers, producers, processors, contractors, repairs, exporters, importers, representatives, agents, traders in all types of marine electricals and electronics switch-gears, control-gears, electrical and electronic components, its accessories and to provide consultancy services in designing, fabricating, installing and repairing all types of electrical and electronic installations in India or abroad.
*1A. To carry on in India or elsewhere, business as manufacturer, exporter, importer, consultant in designing, installing, maintenance and repair, contractor, subcontractor, distributor, stockiest, dealer, seller, buyer, agent and to undertake and also to carry out annual maintenance contracts, and any such other related business, service for photovoltaic/solar power panel, solar power plants, solar farms, solar power projects, solar rooftop systems, solar home power systems, solar water pumps, solar water heaters, solar cookers, solar home lighting, solar lanterns,solar gadget kits including solar mobile charger, solar bags, solar
lights, solar lamps, wind turbines, generators, rotor, shaft, hydroelectric generator, turbine blade and any such other equipment related to renewable energy.
To convert the existing partnership firm M/S. MARINE ELECTRICALS into a private limited company under chapter IX of the companies Act, 1956 alongwith all its assets & liabilities & on such takeover the said firm shall stand dissolved.

B. OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECT:
2. To do all or any of the above things as principals, agents, contractors, trustee or otherwise and through trustees, agents or otherwise and either alone or in conjunction with others.

3. To construct garages and store houses or other buildings for the maintenance of vehicles of the company.

4. To purchase, acquire and take over the business which the company is entitled to carry on and for that purpose to enter into necessary agreement, deeds and arrangements

*(Clause 1A amended vide Special resolution passed at the EGM of Shareholders held
on 4th January, 2017)
**(Name Altered vide Special Resolution passed at the EGM of Shareholders on 25th July, 2018)

5. To acquire and hold shares, stocks, debenture-stock, bonds and obligations and securities issued and guaranteed by any company constituted or carrying on business in India or elsewhere, and debentures and debenture stocks, bonds, obligations and securities issued or guaranteed by any government, municipality, public body or local authority and any such share, stocks, debentures, debenture-stocks, bonds, obligations or otherwise, and to acquire by original subscription, tender, purchase exchange or otherwise and to subscribe for the same, either conditionally or otherwise and to guarantee the subscription thereof and to exercise and to enforce all rights and powers conferred by or incidental to the ownership thereof and any such shares, stocks, debentures, debenture-stocks, bonds, obligations or securities to sell or otherwise dispose of.

6. To acquire by concession, grant, purchase, barter, lease, licence or otherwise, either absolutely or conditionally, and either alone or jointly with other any lands, buildings, machinery, plant, utensils, works, conveyances and other moveable or immoveable property of any description and any patents, trade marks, concessions, privileges and other rights for the objects and business of the company and to construct, maintain and alter any buildings or works necessary or convenient for the purpose of the company, and to pay for such lands, buildings, works, property or rights, any other property and rights purchased or acquired by or for the company by shares, debentures, stocks, bonds or other securities of the company or by cash .or otherwise and to manage, develop, sell it on lease or for hire or otherwise dispose of or turn to account the same, at such time or times, and in such manner, and for such consideration as may be deemed proper or expedient.

7. To issue debentures, debenture stocks, bonds, obligations and securities of all kinds, and to frame, constitute and secure the same as may seem expedient with full power to make the same transferable by delivery or by instrument of transfer or otherwise and either perpetual or terminable, and either redeemable or otherwise and to charge or secure the same by trust, deed, or otherwise or the undertaking of the Company or upon any specific property and rights, present and future of the Company (including if though fit) uncalled capital or otherwise howsoever.

8. To acquire by concession, grant, purchase, barter, lease, licence or otherwise any tract or tracts on land or water in India or elsewhere together with such rights as may be agreed upon and granted by Government or the rulers or owners thereof and to expend such sums of moneys as may deemed requisite and advisable, in exploration, survey and development thereof.

9. To search for and to purchase or otherwise acquire from any Government, State or authority, any licences, concessions, grants, decrees, rights, powers and privileges whatsoever which may seem to the Company capable of being turned to account, and to work, develop, carry out, exercise and turn to account the same.

10. To enter into agreements with other persons, firms or companies or corporations, Governments, State or private for profit sharing, joint venture or other arrangement in connection with the main object of the company.

11. To apply for purchase or otherwise acquire and protect and renew, whether in India or elsewhere any patent rights, brevets, d'invention, licenses, protection, concessions and the like conferring and excluding of limits, rights to any inventions, secrets or other information which may seem capable of being used for any of the purposes of the Company and use, exercise, develop, manufacture under or grant license or privileges in respect or otherwise turn to account any patents, property rights, inventions, secrets or information so acquired and to spend moneys in experimenting upon, inventions, secrets or information so acquired or proposed to be acquired.

12. To establish and maintain agencies at any place or places in India or other parts of the world for the conduct of the business of the Company or for the purchase and sale of any merchandise, commodities, goods, wares, materials, produce, products, articles and things, required for or dealt in or manufactured by or at the Company.

13. To enter into any arrangements with any Government, State or authority, Municipal, local or otherwise that may seem conducive to the Company's objects or any of them and to obtain from any such Governments, or State or authority any rights, privileges and concessions, which the Company may think it desirable to obtain and to carry out and comply with any such arrangement and to exercise, dispose of or otherwise turn to account any such rights, privileges and concessions.

14. To pay for any properties, moveable and immoveable privileges or rights over property acquired by or for the Company either by shares, debentures, bonds or other securities of the Company and partly in cash or otherwise.

15. To borrow or raise or secure the payment of money or to receive money on deposit at interest or without interest for any of the purposes of the Company and at such time or times as may be thought fit by promissory notes, by taking credits in or opening current accounts with any person, firms, banks or by other means as the Directors may in their absolute discretion deem expedient and in particular by the issue of debenture or debenture stock, perpetual or otherwise and as security for any money so borrowed, raised, received and of and such debentures or debenture stock so issued to mortgage, pledge or charge the whole or any part of the property and assets of the assignment or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders powers of sale and other powers as may seem expedient and to purchase, redeem or payoff any such securities, provided that the Company shall not accept any deposit for the purpose of doing banking business subject to the provisions of Section 58-A and directives of Reserve Bank of India.

16. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, hundies, bills of lading, warrants, debenture and other negotiable or transferable instruments and to buy, sell and deal in the same.

17. To invest and deal with the surplus monies and funds belonging or entrusted to or borrowed by the Company in lands, buildings, bullion, commodities, articles, goods, negotiable instruments, loans, advances against property or goods; Government, municipal and other bonds and securities and in such other investments and in such manner, as may from time to time be determined and to vary such investments and transactions and to lend monies to such persons and on such terms and with or without securities as may seem expedient and in particular to customers and others having dealings with the Company and to guarantee the performance of contracts by any such persons.

18. To promote, form and register and aid in the promotion, formation and registration of any company or companies, subsidiary or otherwise, for the purpose of acquiring all or any of the property, rights and liabilities of this Company and to transfer to any such company any property of the Company and to be interested in or take or otherwise acquire, hold, sell or otherwise dispose of shares, stocks, debentures and other securities in or of any such company and to undertake the management work duties and business of any such company on such terms as may be arranged.

19. To enter into partnership or into any arrangement for sharing profits, amalgamation, union of interest, co-operation, joint venture, reciprocal concession or otherwise with any person or company carrying on or engaged in or about to carry on or engage in any business or transaction on which this Company is authorized to carry on or engage in or to amalgamate with any other company having objects altogether or in part similar to those of this Company and to lend money, to guarantee the contracts of or otherwise assist

any such person or company and to place, take or otherwise acquire or to be interested in to hold sell, deal in and dispose of shares, stocks, debentures and other securities of any such company

20. To sell, or in any other manner deal with or dispose of the undertaking or properties of the Company or any part thereof for such consideration as the Company may think fit, and in particular for shares, stocks and other securities of any other company having objects altogether or in part similar to those of this Company.

21. To create reserve fund, sinking fund, insurance fund or any special or other fund, whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company.

22. To place to reserve or to distribute as bonus shares 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 premium by the Company and any monies received in respect of forfeited shares and also any Monies arising from the sale by the Company of forfeited shares.

23. 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, by publication of books and periodicals and by granting prizes, rewards and donations.

24. To provide for the welfare of employees or ex-employees of the Company and the wives and families or the dependants or connections of such employees or by grants of money, pensions, allowances, bonus or other payments or by creating and from time to time subscribing or contributing to provident and other associations, institutions, funds or trusts and by providing or subscribing or contributing towards places of instructions and recreation hospital and dispensaries medical and attendances and other assistance as the Company shall think fit.

25. To remunerate the servants of the Company and others for any services rendered to the Company, as may be thought fit.

26. To aid pecuniarily or otherwise any association, body or movements having for its objects the solution settlement or surmounting of industrial or labour problems or troubles or the promotion of industry or trade.

27. Subject to the provisions of the Act, to distribute any of the property of the Company amongst the members in specie or in kind in the event of winding up.

28. To remunerate or make donations to (by cash or other assets or by the allotment of fully or partly paid shares or by a call or option on shares, debentures, debenture-stock or securities) any person or persons for services rendered or to be rendered in introducing any property or business to the Company or in placing or assisting to place or guaranteeing the subscription of any shares, debentures, debenture stock or other securities of the company or for any other reasons which the Company may think proper.

29. To pay all expenses of and incidental to the formation and registration of the Company and the issue of its capital.

30. To stand guarantors and be surety or answerable for the debts or defaults of any person, firm or company arising on contracts for payments or repayments of loans or the fulfillment of any delegations or performances by any such person, firm or company and to enter into contracts of indemnity or guarantee with such terms and' conditions as may seem necessary or expedient for effecting the same.

31. To sell, improve, alter, manage, develop, exchange, lease, mortgage, enfranchise, dispose of, turn to account or otherwise deal with all or any part of the lands, properties, assets and rights and the resources and undertakings of the company in such manner and on such terms as the Directors may think fit.

32. To lend money to customers of and having dealings with the company and to others as may be expedient, provided that the Company shall not carry on the business of banking as defined by the Banking Regulation Act. 1949

33. To procure the incorporation, registration or other recognition of the Company in any Country, State or place outside India and to establish and maintain local registers and branches of business in any part of the world.

34. To subscribe or otherwise to assist or to pay monies or to guarantee monies to charitable, benevolent, religious, educational, scientific, national or other institutions or company and objects calculated to benefit the Company or persons employed by the Company or which shall have any moral or other claim to support or aid by the Company either by reason of locality of operations or of public and general utility or otherwise.

35. To carry on the business of millers and to set up mills for milling wheat, gram, other grains and cereals, dal, basin, maida, atta, suji and other allied products, and to manufacture and bye-products, and to manufacture food products such as biscuits, flakes, dalia and confectionery from flours of all kinds and description and to set up factories or mills for the manufacture thereof.

C. THE OTHER OBJECTS

36. To carry on the business as manufacturers of chemicals, manures, distillers, dye makers.

37. To acquire land and plots for colonisation or otherwise, sell plots, construct buildings for the sale and rent or both on instalments, either alone or jointly with any other companies or persons.

38. To carry on the business of hotel, restaurant, holiday home, resort, motel, within and outside India.

39. To carry on the business of manufacturing, spinning, weaving, knitting, crimping, combing, bleaching, processing, dyeing, printing, working in different kinds of fabrics, whether made of cotton, wool, silk, flax, hemp, jute, artificial silk, rayon and similar textile materials or yarns.

IV. The liability of the members is limited.

*V. The Authorised Share Capital of the Company is Rs. 30,00,00,000/- (Rupees Thirty Crores Only) divided into 3,00,00,000 (Three Crores) Equity Shares of Rs.10/- (Rupees Ten) each with the rights and privileges and conditions attached thereto as are provided by the Articles of Association of the Company for the time being, with power to increase and reduce the capital of the Company and to vary, modify, or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Companies Act or provided by the Articles of Association of the Company for the time being.

** altered vide Shareholders Resolution dated 12th July, 2019, passed through Postal Ballot and E voting under section 61, 110 of the Companies Act 2013.*

We the several persons, whose names, addresses and descriptions are subscribed hereunder are desirous of being formed into a Company in pursuance of the 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.

Name, address, description, and occupation of each Subscribers	No. of Equity Shares taken by each Subscriber	Signature of Subscribers	Name, address, description & occupation of witness
Vilas Mahadeo Kulkarni 201, A Shivaji Apartments, Duncan Causeway, Sion, Mumbai – 400 022. S/o. Mahadeo Hari Kulkarni Occupation : Consultant	50 (Fifty)	Sd/-	Witness to all Sd/- **Mr. Rishikesh R. Bandukar** S/o. Mr. Ramakant R. Bandukar A-24, Velentive Apts., II CHS Ltd., Off. Gen. A. K. Vaidya Marg, Malad (East), Mumbai – 400 097. Occupation : Chartered Accountant
Bhalchandra Sitaram Bhalerao 407, Helen Haven, 33, St. Cyril Road, Bandra (West), Mumbai – 400 050 S/o. Sitaram V. Bhalerao Occupation : Consultant	50 (Fifty)	Sd/-	
Kalpesh Shashikant Mehta B-103/104, Chandula Park, Opp. Dena Bank, Bhayander (West), Thane – 401 110 S/o. Shashikant Vencharji Occupation : Service	50 (Fifty)	Sd/-	

Place : Mumbai

Date : This 30th Day of September, 2007

We the several persons, whose names, addresses and descriptions are subscribed hereunder are desirous of being formed into a Company in pursuance of the 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.

Name, address, description, and occupation of each Subscribers	No. of Equity Shares taken by each Subscriber	Signature of Subscribers	Name, address, description & occupation of witness
Venkatesh Krishnappa Uchil 502, Heritage, Hiranandani Gardens, Powai, Mumbai – 400 076. S/o. Krishnappa Deja Uchil Occupation : Business	24,875 (Twenty Four Thousand Eight Hundred Seventy Five)	Sd/-	Witness to all Sd/- **Mr. Rishikesh R. Bandukar** S/o. Mr. Ramakant R. Bandukar A-24, Velentive Apts., II CHS Ltd., Off. Gen. A. K. Vaidya Marg, Malad (East), Mumbai – 400 097. Occupation : Chartered Accountant
Premlata Krishnappa Uchil 502, Heritage, Hiranandani Gardens, Powai, Mumbai – 400 076. W/o. Krishnappa Deja Uchil Occupation : Business	24,875 (Twenty Four Thousand Eight Hundred Seventy Five)	Sd/-	
Vinay Krishnappa Uchil 502, Heritage, Hiranandani Gardens, Powai, Mumbai – 400 076. S/o. Krishnappa Deja Uchil Occupation : Business	50 (Fifty)	Sd/-	
Tanuja Deepak Pudhierkar 501, Glen Croft, Hiranandani Gardens, Powai, Mumbai – 400 076. D/o. Krishnappa Deja Uchil Occupation : Obsterician & Gynaecologist	50 (Fifty)	Sd/-	
TOTAL	50,000 (Fifty Thousand)		

Place : Mumbai

Date : This 30th Day of September, 2007