THE COMPANIES ACT, 2013

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION[6]

OF

INJECTO POLYMERS LIMITED[10]

I. The name of the company is **"INJECTO POLYMERS LIMITED"**[10]

II. The registered office of the company will be situated in the State of WEST BENGAL.

III (A). The objects to be pursued by the company on its incorporation are:

(1) To carry on business of manufacturing, importing, exporting, buying, fabricating selling distributing, exchange, converting, altering, processing, twisting or otherwise handling in all kinds of Automatic injection moulding machine, pentrograph machine, Lip-cutter-Grinder machine, Comb moulds, Injection and Blow moulds, all type of plastic products and other allied Injection and Blow moulding machineries, tools, Jigs, Joiners, Instruments, Components, Parts, Accessories, Fitting and appliances.

(2) To carry on the business as importers, exporters, producers, assemblers, manufacturers and dealers in all kinds of machines, hand tools or other tools, jigs moulds, fixtures, guages, appliances and equipment, mechnical implements and devices for all purpose of plastic material industry or otherwise and to carry on the business of manufacturers of and dealers in rubber and plastic tubes and tyres and films and moulded goods of all kinds and for all purpose and in combs, comb moulds, bottles, containers, tubes, wrapping materials, foams rubber and plastic products, transmission belts and conveyors and similar industrial articles, pipes, tubes, hoses, rubber containers and rubber lised vessels, tanka, equipments, pipes and similar equipments, electric products shoe products and part thereof, ethical rubber products and parts, toys, insulating materials and all other blown, moulded, formed, extruded, calendered and dipped goods and articles.

(3) To manufacture, process, laminate, buy, sell, import, export or otherwise deal in all kinds of jute, hessian, plastic, plastic coated, polycoated, ginny bags. woven sacks, containers, bollow wares, plastic gramels, leather plastic, H.D.P LDP, polypropotive plastic, pvc and other man-made fibrous materials and other petroproducts.[3]

(4) To do business of buying and selling of all kinds of merchandise specially coal and coke, steel, scrap, mineral, export, and import of goods to any place inside and outside India and also of act as commission agents.

(5) To contract, improve, maintain, develop, work, manage, carry out or control any roads, ways, tramways, railways, branches or sidings, bridges, reservoirs, water-course, warves, factories, warehouses, electric works, shops, stores and other works and conveniences which may see calculated directly or indirectly to advance the company's interests and to contribute to subsidies or otherwise assist or take part in construction, improvement, maintenance, working, management, carrying out or control thereof.

(6) To acquire from any person, firm of body corporate whether in India or elsewhere, technical information, know-how process, engineering, manufacturing and operations data, plans, layouts and blue prints useful

INJECTO POLYMERS LTD.

Director

for design, erection and operation plant required for any of the business of the company and to acquire any grant or licence and other rights and benefits in the foregoing matter and things.

(7) To carry on any business relating to the winning and working of minerals, the productions and working of metals alloys, coal bricks, clay, limestone and other substances and the production, manufacture and preparation of any other material carries on any engineering and manufacturing business or undertake any contracts and to undertake and execute any contracts for works involving the supply or use of any machinery and to carry on any ancillary or other work comprised in such contracts, in which the company is authorised to carry on business.

(B) Matters which are necessary for furtherance of the objects specified in clause 3(a) are:

(1) Subject to the provision of the Act, to borrow or raise money and to secure their payments in such manner as the Company shall think fit and to issue debenture, debenture stocks, bands obligations and securities of all kind and to frame, constitute and secure the same as may be seem expedient, with full power to make the same transferable by the delivery, or by instruments of transfer or otherwise and either perpetual terminable and either redeemable or otherwise, and to charge or secure the same by trust deed or otherwise, on the undertaking of the Company or upon any specific property and right present and future of the Company (including if thought fit, uncalled capital or otherwise howsoever.

(2) To purchase, undertake or otherwise acquire all or any part of the business property and transactions and liabilities of any person, or Company carrying on any business which this Company is authorised to carry on with main objects to the Company.

(3) To apply for purchase or otherwise acquire any trade marks, patents, bravest invention, licences, concessions and the like, conferring any exclusive or non- exclusive or limited right to use, or any secret or other information as to any invention which may seem capable of being use for any of the purpose of the Company or the acquisition of which may seem calculated directly or indirectly to benefit the Company and to use, exercise, develop or grant licences in respect of or otherwise turn to account the property, right information so acquired.

(4) To establish and support or aid in the establishment and support of association, institution funds, trusts and conveniences calculated to benefit employees or ex-employees of the Company or the dependants or connection of such persons and to grant pension and allowances and to make payments towards insurance and to subscribe or guarantee money for charitable or benevolent objects or for any public general or useful object, but not intended to serve any political cause or purpose

(5) To lend money or property to individual, firms, society, trust and company either with or without security or on mortgage of immovable property or on hypothecation or pledge of movable property and to invest money of the company in Equity Shares, Preference Shares and Debentures and or in such manner (other than in the shares of this company) as the Directors think fit and to sell, transfer or deal with the same. Provided that the company shall not carry on the business of banking as defined under the Banking regulations Act, 1949.

(6) To lease or sell or dispose of the undertaking of the company and all or any of the property or effects of the company for cash or for stock, shares or securities of any other company or for other consideration as the company may think fit and in particular for share, debentures or securities of any other company having objects, altogether or in part similar to those of this company.

INJECTO POLYMERS LTD.

Director

(7) To enter into partnership or into any arrangement for joint working. sharing or poling profits, amalgamation, union of interests, cooperation, joint venture, reciprocal concession, or otherwise or amalgamate with any person or company carrying on or engaged in or about to carry on or engage in any business or transaction which the company is authorised to carry on or engage in, or any business undertaking or transaction which may seem capable of being carried on or constructed so as to directly to or indirectly to benefit this company.

(8) To establish, provide, maintain and conduct or otherwise subsidisc in India, educational and training institution, research laboratories and experimental workshops for scientific and technical research and experiments, to undertake and carry on scientific, technical researches, experiments and tests of all kinds to promote studies, research, both scientific and technical investigation and intention by providing, subsidising, endowing or assisting laboratories, workshops, libraries, meeting and conference and by providing or contributing to the remuneration of scientific, technical professors or teachers and by providing or contributing to the award of scholarships, prizes, grants to students or otherwise, and generally to encourage, promote and reward studies, researches, investigation likely to assist any business which the company is authorised to carry on and to enter into any arrangement with Govt. or any party for the purposes aforesaid.

(9) To make donations to any national memorial fund or any other fund constituted for a charitable purpose.

(10) To receive or to make any gratious payments and to receive or make donations, gifts for furtherence of the objects of the company.

(11) In the event of winding up to distribute any of the property of the company among the members in specie or in kind but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law.

(12) To transact and carry on Agency business and to be appointed and act as agents in which the company is authorised to carry on business.

(13) To do all or any of the above things, and all such other things as are incidental or as may be thought conducive to the attainment of the main object or any of them in India or at any other part of the world, either as principals, agents, trustees, contractors or otherwise and either alone or is conducive to the attainment of the main object.

(14) To amalgamate with any other company having objects altogether or in part similar to those of this company

(15) To invest and deal with the moneys of the company not immediately required upon such securities of investments and in such manner as may from the time to time be determined.

(16) To purchase or otherwise acquire, sell, exchange and deal in all kind of properties and rights of all kinds and in particular lands, buildings, factories, mill, mines, mining rights, concessions patents, licences, monopolies, stations, farms, public works, tools and business concerns and undertaking.

(17) To sell or dispose of the undertakings, assets and property of the company, or any part thereof for such consideration as the company may think fit and in particular shares, debentures, debenture stocks bonds or securities of any other company.

INJECTO POLYMERS LTD.

Director

(18) To enter into any arrangement with any Govt. or Authorities, Central, State, Municipal, Local or otherwise or public or quasi-public bodies that may seem conducive to the company's objects or any of them and to obtain from any Government or authority any rights, privileges and concessions which the company may think fit desirable to obtain any carry out, exercise and comply with the terms of any of such arrangements, rights, privileges and concessions.

(19) To remunerate any person or company for service rendered or to be rendered in placing or assisting to place, subscribing for or guaranteeing the placing of subscriptions for any of the shares in the capital of this company or any other company or any debentures, debenture stocks or other securities of this company or in or about the formation or promotion of this company or any other company or the conduct or its business.

(20) To pay all or any expenses incurred in connection with the formation, promotion or incorporation of this company or any other company or of incidental to the winding up of the company the whole or part of the property whereof is acquired by the company or in which the company may be interested.

(21) To draw, make accept, endorse, negotiate, execute, issue and to buy, sell and deal in bills of exchange, promissory notes, hundies, bills of landing, debentures and other negotiable or transferable instruments.

(22) To guarantee the payment of money unsecured or secured by or payable, under or in respect of promissory notes, bonds, debentures, debenture stocks, contracts, mortgages, charges obligations, instruments and securities of any company or of any authority, supreme, municipal, local or otherwise any person whomsoever, whether incorporated or not incorporated and generally to guarantee or become sureties performance of any contracts or obligations by members of or persons having dealing with the company.

(IV) The liability of the member(s) is limited, and this liability is limited to the amount unpaid if any, on the shares held by them.

(V) The share capital of the company is Rs. 25,00,00,000 rupees, divided into 2,50,00,000 equity shares of Rs 10 each.[1][2][4][5][7][8][9]

[1]The Authorised Share Capital of the Company was increased from ₹ 50,00,000 to ₹ 3,50,00,000 vide resolution dated April 11, 2018.
[2]The Authorised Share Capital of the Company was increased from ₹ 3,50,00,000 to ₹ 7,00,00,000 vide resolution dated November 22, 2018.
[3] The Clause III (A) (3) of the Object Clause in the Memorandum of Association was added vide special resolution dated January 16, 2001.
[4]The Authorised Share Capital of the Company was increased from ₹ 7,00,00,000 to ₹ 10,00,00,000 vide resolution dated January 22, 2022.
[5]The Authorised Share Capital of the Company was increased from ₹ 10,00,00,000 to ₹ 12,00,00,000 vide resolution dated October 20, 2022.
[6] A new set of Memorandum of Association of the Company in accordance with the requirements of the Companies Act, 2013 was adopted vide special resolution dated February 18, 2023.
[7]The Authorised Share Capital of the Company was increased from ₹ 12,00,00,000 to ₹ 15,00,00,000 vide resolution dated May 2, 2023.
[8]The face value of the equity shares of the Company was split from ₹ 100/-each to ₹ 10/- each vide resolution dated December 26, 2023.
[9]The Authorised Share Capital of the Company was increased from ₹ 15,00,00,000 to ₹ 25,00,00,000 vide resolution dated December 26, 2024.
[10]The Company was converted from a Private Limited company to a Public Limited Company vide special resolution dated March 27, 2024.

INJECTO POLYMERS LTD.

Director

We, the several persons, whose names, addresses and descriptions are subscribed below are desirous of being formed into a Company in pursuance of these 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, Addresses, Descriptions and Occupations of Subscribers	No. of Shares taken by each Subscriber	Names, Addresses, Occupations & Descriptions of Witnesses for all the Signatories
1. B. Chakraborty Biplab Chakraborty S/o Prosad Chakraborty 58 Upen Mitra Lane, Salkia, Howrah-711106 Business	100 Nos. (One hundred only)	Witness to all of the Signatories (ASHOK KUMAR SAMANTA) F.C.A. S/o. Anil Kumar Samanta 18, Netaji Subhas Road, 3rd Floor, Calcutta-700 001
2. S. Maity Sudip Maity S/o Late Subodh K. Maity 2/2 Dr. Abani Dutta Road Howrah-711106 Business	100 Nos. (One hundred only)	
	200 Nos. (Two hundred only)	

Calcutta, the 26th day of August 1998.

INJECTO POLYMERS PVT. LTD.

Director

THE COMPANIES ACT, 2013

COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

OF

INJECTO POLYMERS LIMITED

I. Interpretation

(1) In these regulations (a) the Act means the Companies Act, 2013 (b) the seal means the common seal of the company. (c) the company means INJECTO POLYMERS LIMITED. (d) Special Resolution and Ordinary Resolution have the meanings assigned thereto respectively by the act. (e) The Directors means the Directors for time being. (f) The Managing Director means the Managing Director for the time being. (g) The Office means the registered office for the time being of the Company. (h) The Secretary means the Secretary for the time being. (i) The registrar means the Registrar of Companies with whom the Company is registered for the time being. (j) DIVIDEND includes bonus. (k) Month means calendar month according to the English Style. Year means the English Calendar year. (l) In Writing and Written included printing lithography and other modes of representing or reproducing words in a visible form. Words importing the singular number only include the plural number and vice versa.

(2) Words importing the masculine gender only include the feminine gender. Words. importing persons include corporations.

(3) Unless the context otherwise requires words or expressions contained in these regulations shall bear the same meaning as in the Act or any statutory modification thereof inforce at the date at which these regulations become binding on the company.

II. Share Capital and Variation of rights

(1) Subject to the provisions of the Act and these Articles the shares in the capital of the company shall be under the control of the Directors who may issue allot or otherwise dispose of the same or any of them to such persons in such proportion and on such terms and conditions and either at a premium or at par and at such time as they may from time to time think fit.

(2) Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after incorporation in case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or within such other period as the conditions of issue shall be provided one certificate for all his shares without payment of any charges or several certificates each for one or more of his shares upon payment of twenty rupees for each certificate after the first. Every certificate shall be under the seal and shall specify the shares to which it relates and the amount paid - up thereon. In respect of any share or shares held jointly by several persons the company shall not be bound to issue more than one certificate and delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to all such holders.

(3) If any share certificate be worn out defaced mutilated or torn or if there be no further space on the back for endorsement of transfer then upon production and surrender thereof to the company a new certificate may be issued in lieu thereof and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the company and on execution of such indemnity as the company

INJECTO POLYMERS LTD.

Director

deem adequate a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of twenty rupees for each certificate. The provisions of Articles (2) and (3) shall mutatis mutandis apply to debentures of the company.

(4) Except as required by law no person shall be recognised by the company as holding any share upon any trust and the company shall not be bound by or be compelled in any way to recognise (even when having notice thereof) any equitable contingent future or partial interest in any share or any interest in any fractional part of a share or (except only as by these regulations or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder.

(5) The company may exercise the powers of paying commissions conferred by sub-section (6) of section 40 provided that the rate per cent or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that section and rules made thereunder. The rate or amount of the commission shall not exceed the rate or amount prescribed in rules made under sub - section (6) of section 40. The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other.

(6) If at any time the share capital is divided into different classes of shares the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may subject to the provisions of section 48 and whether or not the company is being wound up be varied 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 the shares of that class. To every such separate meeting the provisions of these regulations relating to general meetings shall mutatis mutandis apply but so that the necessary quorum shall be at least two persons holding at least one-third of the issued shares of the class in question. Subject to the provisions of Section 174 of the Act the quorum for each Board Meetings Hall be one-third of its total strength or two directors whichever is higher and the presence of Directors by video conferencing or by other audio-visual means shall also be counted for the purposes of calculating quorum.

(7) The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not unless otherwise expressly provided by the terms of issue of the shares of that class be deemed to be varied by the creation or issue of further shares ranking pari passu therewith.

(8) Subject to the provisions of section 55 any preference shares may with the sanction of an ordinary resolution be issued on the terms that they are to be redeemed on such terms and in such manner as the company before the issue of the shares may by special resolution determine.

Lien

(9) The company shall have a first and paramount lien on every share (not being a fully paid share) for all monies (whether presently payable or not) called or payable at a fixed time in respect of that share and on all shares (not being fully paid shares) standing registered in the name of a single person for all monies presently payable by him or his estate to the company Provided that the Board of directors may at any time declare any share to be wholly or in part exempt from the provisions of this clause. The company's lien if any on a share shall extend to all dividends payable and bonuses declared from time to time in respect of such shares.

INJECTO POLYMERS LTD.

Director

(10) The company may sell in such manner as the Board thinks fit any shares on which the company has a lien Provided that no sale shall be made a unless a sum in respect of which the lien exists is presently payable or b until the expiration of fourteen days after a notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable has been given to the registered holder for the time being of the share or the person entitled thereto by reason of his death or insolvency.

(11) To give effect to any such sale the Board may authorise some person to transfer the shares sold to the purchaser thereof. The purchaser shall be registered as the holder of the shares comprised in any such transfer. The purchaser shall not be bound to see to the application of the purchase money nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale.

(12) The proceeds of the sale shall be received by the company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable. The residue if any shall subject to a like lien for sums not presently payable as existed upon the shares before the sale be paid to the person entitled to the shares at the date of the sale.

Calls On Shares

(13) The Board may from time to time make calls upon the members in respect of any monies unpaid on their shares (whether on account of the nominal value of the shares or by way of premium) and not by the conditions of allotment thereof made payable at fixed times Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding call. Each member shall subject to receiving at least fourteen days' notice specifying the time or times and place of payment pay to the company at the time or times and place so specified the amount called on his shares. A call may be revoked or postponed at the discretion of the Board.

(14) A call shall be deemed to have been made at the time when the resolution of the Board authorizing the call was passed and may be required to be paid by instalments.

(15) The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof.

(16) If a sum called in respect of a share is not paid before or on the day appointed for payment thereof the person from whom the sum is due shall pay interest thereon from the day appointed for payment thereof to the time of actual payment at ten per cent per annum or at such lower rate if any as the Board may determine. The Board shall be at liberty to waive payment of any such interest wholly or in part.

(17) Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date whether on account of the nominal value of the share or by way of premium shall for the purposes of these regulations be deemed to be a call duly made and payable on the date on which by the terms of issue such sum becomes payable. In case of non-payment of such sum all the relevant provisions of these regulations as to payment of interest and expenses forfeiture or otherwise shall apply as if such sum had become payable by virtue of a call duly made and notified.

INJECTO POLYMERS LTD.

Director

(18) The Board - a. may if it thinks fit receive from any member willing to advance the same all or any part of the monies uncalled and unpaid upon any shares held by him and upon all or any of the monies so advanced may (until the same would but for such advance become presently payable) pay interest at such rate not exceeding unless the company in general meeting shall otherwise direct twelve per cent per annum as may be agreed upon between the Board and the member paying the sum in advance.

Transfer of Shares

(19) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee. The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof.

(20) The Board may subject to the right of appeal conferred by section 58 decline to register the transfer of a share not being a fully paid share to a person of whom they do not approve or any transfer of shares on which the company has a lien.

(21) The Board may decline to recognise any instrument of transfer unless a. the instrument of transfer is in the form as prescribed in rules made under sub-section (1) of section 56. b. the instrument of transfer is accompanied by the certificate of the shares to which it relates and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer and, c. the instrument of transfer is in respect of only one class of shares d. Nothing contained in Section 56 of the Act or these Articles shall apply to a transfer of Securities effected by transferor and transferee both of whom are entered as Beneficial Owners in the records of a Depository.

(22) On giving not less than seven days previous notice in accordance with section 91 and rules made thereunder the registration of transfers may be suspended at such times and for such periods as the Board may from time to time determine Provided that such registration shall not be suspended for more than thirty days at any one time or for more than forty-five days in the aggregate in any year.

Transmission of Shares

(23) On the death of a member the survivor or survivors where the member was a joint holder and his nominee or nominees or legal representatives where he was a sole holder shall be the only persons recognised by the company as having any title to his interest in the shares Nothing in clause (i) shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons. (ii) In the case of transfer or transmission of shares or other marketable Securities where the Company has not issued any certificates and where such shares or Securities are being held in any electronic or fungible form in a Depository the provisions of the Depositories Act shall apply.

(24) Any person becoming entitled to a share in consequence of the death or insolvency of a member may upon such evidence being produced as may from time to time properly be required by the Board and subject as hereinafter provided elect either to be registered himself as holder of the share or to make such transfer of the share as the deceased or insolvent member could have made. The Board shall in either case have the same right to decline or suspend registration as it would have had if the deceased or insolvent member had transferred the share before his death or insolvency.

INJECTO POLYMERS LTD.

Director

(25) If the person so becoming entitled shall elect to be registered as holder of the share himself he shall deliver or send to the company a notice in writing signed by him stating that he so elects. If the person aforesaid shall elect to transfer the share he shall testify his election by executing a transfer of the share. All the limitations restrictions and provisions of these regulations relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or insolvency of the member had not occurred and the notice or transfer were a transfer signed by that member. Subject to the applicable provisions of the Act and these Articles any person becoming entitled to Securities in consequence of the death lunacy bankruptcy or insolvency of any holder of Securities or by any lawful means other than by a transfer in accordance with these Articles may with the consent of the Board(which it shall not be under any obligation to give) upon producing such evidence that he sustains the character in respect of which he proposes to act under this Article or of such title as the Board thinks sufficient either be registered himself as the holder of the Securities or elect to have some Person nominated by him and approved by the Board registered as such holder provided never the less that if such Person shall elect to have his nominee registered he shall testify the election by executing in favour of his nominee an instrument of transfer in accordance with the provisions herein contained and until he does so he shall not be freed from any liability in respect of the Securities.

(26) A person becoming entitled to a share by reason of the death or insolvency of the holder shall be entitled to the same dividends and other advantages to which he would be entitled if he were the registered holder of the share except that he shall not before being registered as a member in respect of the share be entitled in respect of it to exercise any right conferred by membership in relation to meetings of the company Provided that the Board may at any time give notice requiring any such person to elect either to be registered himself or to transfer the share and if the notice is not complied with within ninety days the Board may thereafter withhold payment of all dividends bonuses or other monies payable in respect of the share until the requirements of the notice have been complied with.

(27) In case of a One Person Company on the death of the sole member the person nominated by such member shall be the person recognised by the company as having title to all the shares of the member the nominee on becoming entitled to such shares in case of the members death shall be informed of such event by the Board of the company such nominee shall be entitled to the same dividends and other rights and liabilities to which such sole member of the company was entitled or liable on becoming member such nominee shall nominate any other person with the prior written consent of such person who shall in the event of the death of the member become the member of the company. v. Where the Securities of the Company are held by more than one Person jointly the joint holders may together nominate in the manner prescribed under the Companies (Share Capital and Debentures) Rules 2014 a Person as their nominee in whom all the rights in the Securities Company shall vest in the event of death of all the joint holders.

Forfeiture of Shares

(28) If a member fails to pay any call or instalment of a call on the day appointed for payment thereof the Board may at any time thereafter during such time as any part of the call or instalment remains unpaid serve a notice on him requiring payment of so much of the call or instalment as is unpaid together with any interest which may have accrued.

INJECTO POLYMERS LTD.

Director

(29) The notice aforesaid shall name a further day (not being earlier than the expiry of fourteen days from the date of service of the notice) on or before which the payment required by the notice is to be made and state that in the event of non-payment on or before the day so named the shares in respect of which the call was made shall be liable to be forfeited.

(30) If the requirements of any such notice as aforesaid are not complied with any share in respect of which the notice has been given may at any time thereafter before the payment required by the notice has been made be forfeited by a resolution of the Board to that effect.

(31) A forfeited share may be sold or otherwise disposed of on such terms and in such manner as the Board thinks fit at any time before a sale or disposal as aforesaid the Board may cancel the forfeiture on such terms as it thinks fit.

(32) A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares but shall notwithstanding the forfeiture remain liable to pay to the company all monies which at the date of forfeiture were presently payable by him to the company in respect of the shares. The liability of such person shall cease if and when the company shall have received payment in full of all such monies in respect of the shares.

(33) A duly verified declaration in writing that the declarant is a director the manager or the secretary of the company and that a share in the company has been duly forfeited on a date stated in the declaration shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share The company may receive the consideration if any given for the share on any sale or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of The transferee shall thereupon be registered as the holder of the share and The transferee shall not be bound to see to the application of the purchase money if any nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture sale or disposal of the share.

(34) The provisions of these regulations as to forfeiture shall apply in the case of non-payment of any sum which by the terms of issue of a share becomes payable at a fixed time whether on account of the nominal value of the share or by way of premium as if the same had been payable by virtue of a call duly made and notified.

Alteration of Capital

(35) The company may from time to time by ordinary resolution increase the share capital by such sum to be divided into shares of such amount as may be specified in the resolution.

(36) Subject to the provisions of section 61 the company may by ordinary resolution consolidate and divide all or any of its share capital into shares of larger amount than its existing shares convert all or any of its fully paid-up shares into stock and reconvert that stock into fully paid-up shares of any denomination sub-divide its existing shares or any of them into shares of smaller amount than is fixed by the memorandum cancel any shares which at the date of the passing of the resolution have not been taken or agreed to be taken by any person.

(37) Where shares are converted into stock the holders of stock may transfer the same or any part thereof in the same manner as and subject to the same regulations under which the shares from

INJECTO POLYMERS LTD.

Director

which the stock arose might before the conversion have been transferred or as near thereto as circumstances admit Provided that the Board may from time to time fix the minimum amount of stock transferable so however that such minimum shall not exceed the nominal amount of the shares from which the stock arose. the holders of stock shall according to the amount of stock held by them have the same rights privileges and advantages as regards dividends voting at meetings of the company and other matters as if they held the shares from which the stock arose but no such privilege or advantage (except participation in the dividends and profits of the company and in the assets on winding up) shall be conferred by an amount of stock which would not if existing in shares have conferred that privilege or advantage. such of the regulations of the company as are applicable to paid-up shares shall apply to stock and the words share and shareholder in those regulations shall include stock and stock-holder respectively. The Company in General Meeting may by Ordinary Resolution convert any Paid-up shares into stock and when any shares shall have been converted into stock the several holders of such stock may henceforth transfer their respective interest therein or any part of such interests in the same manner and subject to the same regulations as those subject to which shares from which the stock arose might have been transferred if no such conversion had taken place or as near thereto as circumstances will admit. The Company may by an Ordinary Resolution at any time reconvert any stock into Paid-up shares of any denomination. Provided that the Board may from time to time fix the minimum amount of stock transferable so however such minimum shall not exceed the nominal account from which the stock arose. The holders of stock shall according to the amount of stock held by them have the same rights privileges and advantages as regards Dividends voting at meetings of the Company and other matters as if they held the shares from `which the stock arose but no such privileges or advantages (except participation in the Dividends and profits of the Company and in the assets on winding-up) shall be conferred by an amount of stock which would not if existing in shares have conferred that privilege or advantage.

(38) The Company may subject to the applicable provisions of the Act from time to time reduce its Capital any capital redemption reserve account and the securities premium account in any manner for the time being authorized by Law. This Article is not to derogate any power the Company would have under Law if it were omitted.

Capitalisation of profits

(39) The company in general meeting may upon the recommendation of the Board resolve that it is desirable to capitalise any part of the amount for the time being standing to the credit of any of the company's reserve accounts or to the credit of the profit and loss account or otherwise available for distribution and that such sum be accordingly set free for distribution in the manner specified in clause (ii) amongst the members who would have been entitled thereto if distributed by way of dividend and in the same proportions. The sum aforesaid shall not be paid in cash but shall be applied subject to the provision contained in clause (iii) either in or towards paying up any amounts for the time being unpaid on any shares held by such members respectively paying up in full unissued shares of the company to be allotted and distributed credited as fully paid-up to and amongst such members in the proportions aforesaid partly in the way specified in sub-clause (A) and partly in that specified in sub-clause (B) A securities premium account and a capital redemption reserve account may for the purposes of this regulation be applied in the paying up of unissued shares to be issued to members of the company as fully paid bonus shares The Board shall give effect to the resolution passed by the company in pursuance of this regulation.

INJECTO POLYMERS LTD.

Director

(40) Whenever such a resolution as aforesaid shall have been passed the Board shall make all appropriations and applications of the undivided profits resolved to be capitalised thereby and all allotments and issues of fully paid shares if any and generally do all acts and things required to give effect thereto. The Board shall have power to make such provisions by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit for the case of shares becoming distributable in fractions and to authorise any person to enter on behalf of all the members entitled thereto into an agreement with the company providing for the allotment to them respectively credited as fully paid-up of any further shares to which they may be entitled upon such capitalisation or as the case may require for the payment by the company on their behalf by the application thereto of their respective proportions of profits resolved to be capitalised of the amount or any part of the amounts remaining unpaid on their existing shares Any agreement made under such authority shall be effective and binding on such members.

Buy-back of Shares

(41) Pursuant to a resolution of the Board the Company may purchase its own Equity Shares or other Securities as may be specified by the MCA by way of a buy-back arrangement in accordance with Sections 68 69 and 70 of the Act the Rules and subject to compliance with Law.

General Meetings

(42) All general meetings other than annual general meeting shall be called extraordinary general meeting. i) In accordance with the provisions of the Act the Company shall in each year hold a General Meeting specified as its Annual General Meeting and shall specify the meeting as such in the notices convening such meetings. Further not more than15 (fifteen) months gap shall exist between the date of one Annual General Meeting and the date of the next. All General Meetings other than Annual General Meetings shall be Extraordinary General Meetings ii)Nothing contained in the foregoing provisions shall be taken as affecting the right conferred upon the Registrar under the provisions of Section 96(1) of the Act to extend the time within which any Annual General Meeting may be held iii) Every Annual General Meeting shall be called during business hours that is between9 A.M. and 6 P.M. on a day that is not a national holiday and shall be held at the Office of the Company or at some other place within the city town or village in which the Office of the Company is situated as the Board may determine and the notices calling the Meeting shall specify it as the Annual General Meeting iv) Every Shareholder of the Company shall be entitled to attend the Annual General Meeting either in person or by proxy and the Auditor of the Company shall have the right to attend and to be heard at any General Meeting which he attends on any part of the business which concerns him as Auditor. At every Annual General Meeting of the Company there shall be laid on the table the Directors Report and Audited Statement of Accounts Auditors Report (if not already incorporated in the Audited Statement of Accounts) the proxy Register with proxies and the Register of Directors shareholdings which latter Register shall remain open and accessible during the continuance of the Meeting. The Board shall cause to be prepared the Annual Return and forward the same to the concerned Registrar of Companies in accordance with Sections 92 and 137 of the Act. The Directors are also entitled to attend the Annual General Meeting.

(43) The Board may whenever it thinks fit call an extraordinary general meeting. If at any time directors capable of acting who are sufficient in number to form a quorum are not within India any director or any two members of the company may call an extraordinary general meeting in the same

INJECTO POLYMERS LTD.

Director

manner as nearly as possible as that in which such a meeting may be called by the Board. The Board may whenever it thinks fit call an Extraordinary General Meeting and it shall do so upon a requisition received from such number of Shareholders who hold on the date of receipt of the requisition not less than one-tenth of such of the Paid up Share Capital of the Company as on that date carries the right of voting and such meeting shall be held at the Office or at such place and at such time as the Board thinks fit.

Proceedings at general meetings

(44) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. Save as otherwise provided herein the quorum for the general meetings shall be as provided in section 103.

(45) The chairperson if any of the Board shall preside as Chairperson at every general meeting of the company.

(46) If there is no such Chairperson or if he is not present within fifteen minutes after the time appointed for holding the meeting or is unwilling to act as chairperson of the meeting the directors present shall elect one of their members to be Chairperson of the meeting.

(47) If at any meeting no director is willing to act as Chairperson or if no director is present within fifteen minutes after the time appointed for holding the meeting the members present shall choose one of their members to be Chairperson of the meeting.

(48) In case of a One Person Company the resolution required to be passed at the general meetings of the company shall be deemed to have been passed if the resolution is agreed upon by the sole member and communicated to the company and entered in the minutes book maintained under section 118 such Minutes book shall be signed and dated by the member the resolution shall become effective from the date of signing such minutes by the sole member.

Adjournment of meeting

(49) The Chairperson may with the consent of any meeting at which a quorum is present and shall if so, directed by the meeting adjourn the meeting from time to time and from place to place. No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid and as provided in section 103 of the Act it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting. v)When a meeting is adjourned for 30 (thirty) days or more notice of the adjourned meeting shall be given as in the case of an original meeting in accordance with the applicable provisions of the Act vi) save as aforesaid and as provided in Section 103 of the Act it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

Voting Rights

(50) Subject to any rights or restrictions for the time being attached to any class or classes of shares on a show of hands every member present in person shall have one vote and on a poll the voting rights of members shall be in proportion to his share in the paid-up equity share capital of the company. At any General Meeting a resolution put to the vote of the General Meeting shall unless

INJECTO POLYMERS LTD.

Director

a poll is demanded be decided by a show of hands. Before or on the declaration of the result of the voting on any resolution by a show of hands a poll may be carried out in accordance with the applicable provisions of the Actor the voting is carried out electronically. Unless a poll is demanded a declaration by the Chairman that a resolution has on a show of hands been carried or carried unanimously or by a particular majority or lost and an entry to that effect in the Minute Book of the Company shall be conclusive evidence of the fact of passing of such resolution or otherwise. In the case of equal votes the Chairman shall both on a show of hands and at a poll (if any) have a casting vote in addition to the vote or votes to which he may be entitled as a Shareholder. If a poll is demanded as aforesaid the same shall subject to anything stated in these Articles be taken at such time (not later than forty- eight hours from the time when the demand was made) and place within the City Town or Village in which the Office of the Company is situate and either by a show of hands or by ballot or by postal ballot as the Chairman shall direct and either at once or after an interval or adjournment or otherwise and the result of the poll shall be deemed to be the decision of the meeting at which the poll was demanded. Any business other than that upon which a poll has been demanded maybe proceeded with pending the taking of the poll. The demand for a poll may be withdrawn at any time by the Person or Persons who made the demand. Where a poll is to be taken the Chairman of the meeting shall appoint two scrutinizers to scrutinize the votes given on the poll and to report thereon to him. One of the scrutinizers so appointed shall always be a Shareholder (not being an officer or employee of the Company) present at the meeting provided such a Shareholder is available and willing to be appointed. The Chairman shall have power at any time before the result of the poll is declared to remove a scrutinizer from office and fill vacancies in the office of scrutinizer arising from such removal or from any other cause. Any poll duly demanded on the election of a Chairman of a meeting or any question of adjournment shall be taken at the meeting forthwith. A poll demanded on any other question shall be taken at such time not later than 48 hours from the time of demand as the Chairman of the meeting directs. The demand for a poll except on the question of the election of the Chairman and of an adjournment shall not prevent the continuance of a meeting for the transaction of any business other than the question on which the poll has been demanded .No report of the proceedings of any General Meeting of the Company shall be circulated or advertised at the expense of the Company unless it includes the matters required by these Articles or Section 118 of the Act to be contained in the Minutes of the proceedings of such meeting. The Shareholders will do nothing to prevent the taking of any action by the Company or act contrary to or with the intent to evade or defeat the terms as contained in these Articles.

(51) A member may exercise his vote at a meeting by electronic means in accordance with section 108 and shall vote only once.

(52) In the case of joint holders, the vote of the senior who tenders a vote whether in person or by proxy shall be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority shall be determined by the order in which the names stand in the register of members.

(53) A member of unsound mind or in respect of whom an order has been made by any court having jurisdiction in lunacy may vote whether on a show of hands or on a poll by his committee or other legal guardian and any such committee or guardian may on a poll vote by proxy.

(54) Any business other than that upon which a poll has been demanded maybe proceeded with pending the taking of the poll.

INJECTO POLYMERS LTD.

Director

(55) No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the company have been paid.

(56) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered and every vote not disallowed at such meeting shall be valid for all purposes. Any such objection made in due time shall be referred to the Chairperson of the meeting whose decision shall be final and conclusive.

Proxy

(57) The instrument appointing a proxy and the power-of-attorney or other authority if any under which it is signed or a notarised copy of that power or authority shall be deposited at the registered office of the company not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote or in the case of a poll not less than 24 hours before the time appointed for the taking of the poll and in default the instrument of proxy shall not be treated as valid.

(58) An instrument appointing a proxy shall be in the form as prescribed in the rules made under section 105.

(59) A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed or the transfer of the shares in respect of which the proxy is given Provided that no intimation in writing of such death insanity revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used.

Board of Directors

(60) Subject to the applicable provisions of the Act the number of Directors of the Company shall not be less than 3 (three) and not more than 15 (fifteen). Provided that where the number of Directors exceed fifteen (15) prior approval of Shareholders of the Company needs to be taken by way of passing a Special Resolution in a General Meeting. The Company shall also comply with the provisions of the Companies (Appointment and Qualification of Directors) Rules 2014 and the provisions of the SEBI Listing Regulations. The Board shall have an optimum combination of executive and Independent Directors with at least 1 (one) woman Director as may be prescribed by Law from time to time. The first Directors of the Company are stated as follows 1. Mr. Sudip Maity, 2. Mr. Biplab Chakraborty.

(61) The remuneration of the directors shall in so far as it consists of a monthly payment be deemed to accrue from day-to-day. In addition to the remuneration payable to them in pursuance of the Act the directors may be paid all travelling hotel and other expenses properly incurred by them in attending and returning from meetings of the Board of Directors or any committee thereof or general meetings of the company or in connection with the business of the company. Subject to the applicable provisions of the Act the Rules Law including the provisions of the SEBI Listing Regulations a Managing Director or Managing Directors and any other Directors who is are in the whole time employment of the Company may be paid remuneration either by a way of monthly payment or at a specified percentage of the net profits of the Company or partly by one way and partly by the other subject to the limits prescribed under the Act. The Board may allow and pay to

INJECTO POLYMERS LTD.

Director

any Director who is not a bona fide resident of the place where the meetings of the Board Committee meetings are ordinarily held and who shall come to such place for the purpose of attending any meeting such sum as the Board may consider fair compensation for travelling lodging and or other expenses in addition to his fee for attending such Board Committee meetings as above specified and if any Director be called upon to go or reside out of his ordinary place of his residence on the Company's business he shall be entitled to be repaid and reimbursed travelling and other expenses incurred in connection with the business of the Company in accordance with the provisions of the Act.

(62) The Board may pay all expenses incurred in getting up and registering the company.

(63) The company may exercise the powers conferred on it by section 88 with regard to the keeping of a foreign register and the Board may (subject to the provisions of that section) make and vary such regulations as it may think fit respecting the keeping of any such register.

(64) All cheques promissory notes drafts hundis bills of exchange and other negotiable instruments and all receipts for monies paid to the company shall be signed drawn accepted endorsed or otherwise executed as the case may be by such person and in such manner as the Board shall from time to time by resolution determine.

(65) Every director present at any meeting of the Board or of a committee thereof shall sign his name in a book to be kept for that purpose.

(66) Subject to the provisions of section 149 the Board shall have power at any time and from time to time to appoint a person as an additional director provided the number of the directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board by the articles. Such person shall hold office only up to the date of the next annual general meeting of the company but shall be eligible for appointment by the company as a director at that meeting subject to the provisions of the Act.

Proceedings of the Board

(67) The Board of Directors may meet for the conduct of business adjourn and otherwise regulate its meetings as it thinks fit. A director may and the manager or secretary on the requisition of a director shall at any time summon a meeting of the Board. Board Meetings shall be held at least once in every 3 (three) month period and there shall be at least 4 (four) Board Meetings in any calendar year and there should not be a gap of more than 120 (one hundred twenty) days between two consecutive Board Meetings. Meetings shall be held at the Registered Office or such a place as may be decided by the Board.

(68) Save as otherwise expressly provided in the Act questions arising at any meeting of the Board shall be decided by a majority of votes. In case of an equality of votes the Chairperson of the Board if any shall have a second or casting vote. The participation of Directors in a meeting of the Board may be either in person or through video conferencing or other audio-visual means as may be prescribed which are capable of recording and recognizing the participation of the Directors and of recording and storing the proceedings of such meetings along with date and time. Any meeting of the Board held through video conferencing or other audio-visual means shall only be held in accordance with the Companies (Meetings of Board and its Powers) Rules 2014.Questions arising at any meeting of the Board other than as specified in these Articles and the Act if any shall be

INJECTO POLYMERS LTD.

Director

decided by a majority vote. In the case of an equality of votes the Chairman shall have a second or casting vote. No, regulation made by the Company in General Meeting shall invalidate any prior act of the Board which would have been valid if that regulation had not been made.

(69) The continuing directors may act notwithstanding any vacancy in the Board but if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum or of summoning a general meeting of the company but for no other purpose. The continuing Directors may act notwithstanding any vacancy in their body but if and so long as their number is reduced below the minimum number fixed by Article 38 hereof the continuing Directors not being less than two may act for the purpose of increasing the number of Directors to that number or for summoning a General Meeting but for no other purpose.

(70) The Board may elect a Chair person of its meetings and determine the period for which he is to hold office. If no such Chairperson is elected or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting the directors present may choose one of their number to be Chairperson of the meeting. The Company Secretary or any other Director shall as and when directed by The Chairman or a Director convene a meeting of the Board by giving a notice inwriting to every Director in accordance with the provisions of the Act and the Companies (Meetings of Board and its Powers) Rules 2014.

(71) The Board may subject to the provisions of the Act delegate any of its powers to committees consisting of such member or members of its body as it thinks fit. Any committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Board.

(72) A committee may elect a Chair person of its meetings. If no such Chairperson is elected or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting the members present may choose one of their members to be Chairperson of the meeting.

(73) A committee may meet and adjourn as it thinks fit. Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present and in case of an equality of votes the Chairperson shall have a second or casting vote.

(74) All acts done in any meeting of the Board or of a committee thereof or by any person acting as a director shall notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid or that they or any of them were disqualified be as valid as if every such director or such person had been duly appointed and was qualified to be a director.

(75) Save as otherwise expressly provided in the Act a resolution in writing signed by all the members of the Board or of a committee thereof for the time being entitled to receive notice of a meeting of the Board or committee shall be valid and effective as if it had been passed at a meeting of the Board or committee duly convened and held.

(76) In case of a One Person Company where the company is having only one director all the businesses to be transacted at the meeting of the Board shall be entered into minutes book

INJECTO POLYMERS LTD.

Director

maintained under section 118 such Minutes book shall be signed and dated by the director the resolution shall become effective from the date of signing such minutes by the director.

Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer

(77) Subject to the provisions of the Act A chief executive officer manager company secretary or chief financial officer may be appointed by the Board for such term at such remuneration and upon such conditions as it may think fit and any chief executive officer manager company secretary or chief financial officer so appointed may be removed by means of a resolution of the Board A director may be appointed as chief executive officer manager company secretary or chief financial officer. Subject to the provisions of Section 196 197 and 203 of the Act and of these Articles the Board shall have the power to appoint from time to time any fulltime employee of the Company as Managing Director whole time director or executive director or manager of the Company. The Managing Director(s) or the whole time director(s) manager or executive director(s) as the case may be so appointed shall be responsible for and in charge of the day to day management and affairs of the Company and subject to the applicable provisions of the Act and these Articles the Board shall vest in such Managing Directors or the whole time director(s) or manager or executive director(s) as the case may be all the powers vested in the Board generally. The remuneration of a Managing Director whole time director or executive director or manager may be by way of monthly payment fee for each meeting or participation in profits or by any or all those modes or any other mode not expressly prohibited by the Act. Board subject to the consent of the shareholders of the Company shall have the power to appoint Chairman of the Board as the Managing Director whole time director or executive director of the Company. Notwithstanding anything contained herein a Managing Director(s) whole time director(s) executive director(s) manager shall subject to the provisions of any contract between him and the Company be subject to the same provisions as to resignation and removal as the other Directors of the Company and if he ceases to hold the office of a Director he shall ipso facto and immediately cease to be a Managing Director(s) whole time director(s) executive director(s) manager and if he ceases to hold the office of a Managing Director(s) whole time director(s) executive director(s) manager he shall ipso facto and immediately cease to be a Director. Subject to the provisions of Section 203 of the Act the Board may from time to time appoint any individual as Secretary of the Company to perform such functions which by the Act or these Articles for the time being of the Company are to be performed by the Secretary and to execute any other duties which may from time to time be assigned to him by the Board. The Board may confer upon the Secretary so appointed any powers and duties as are not by the Act or by these Articles required to be exercised by the Board and may from time-to-time revoke withdraw alter or vary all or any of them. The Board may also at any time appoint some individual (who need not be the Secretary) to maintain the Registers required to be kept by the Company.

(78) A provision of the Act or these regulations requiring or authorising a thing to be done by or to a director and chief executive officer manager company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as director and as or in place of chief executive officer manager company secretary or chief financial officer. The remuneration of the Managing Director(s) whole time director(s) executive director(s) manager shall (subject to Sections 196 197 and 203 and other applicable provisions of the Act and of these Articles and of any contract between him and the Company) be fixed by the Directors from time to time and may be by way of fixed salary and or perquisites or commission or profits of the Company or by participation in such profits or by any or all these modes or any other mode not expressly prohibited by the Act. Subject to the superintendence control and direction of the Board the day-

INJECTO POLYMERS LTD.

Director

to- day management of the Company shall be in the hands of the Managing Director(s)whole time director(s) executive director(s) manager s in the manner as deemed fit by the Board and subject to the applicable provisions of the Act and these Articles the Board may by resolution vest any such Managing Director(s) whole time director(s) executive director(s) manager with such of the powers hereby vested in the Board generally as it thinks fit and such powers may be made exercisable for such period or periods and upon such conditions and subject to the applicable provisions of the Act and these Articles confer such power either collaterally with or to the exclusion of or in substitution for all or any of the Directors in that behalf and may from time to time revoke withdraw alter or vary all or any of such powers.

The Seal

(79) The Board shall provide for the safe custody of the seal. The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorised by it in that behalf and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence.

Dividends and Reserves

(80) The company in general meeting may declare dividends but no dividend shall exceed the amount recommended by the Board.

(81) Subject to the provisions of section 123 the Board may from time to time pay to the members such interim dividends as appear to it to be justified by the profits of the company.

(82) The Board may before recommending any dividend set aside out of the profits of the company such sums as it thinks fit as a reserve or reserves which shall at the discretion of the Board be applicable for any purpose to which the profits of the company may be properly applied including provision for meeting contingencies or for equalizing dividends and pending such application may at the like discretion either be employed in the business of the company or be invested in such investments (other than shares of the company) as the Board may from time to time thinks fit. The Board may also carry forward any profits which it may consider necessary not to divide without setting them aside as a reserve.

(83) Subject to the rights of persons if any entitled to shares with special rights as to dividends all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid but if and so long as nothing is paid upon any of the shares in the company dividends may be declared and paid according to the amounts of the shares. No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this regulation as paid on the share. All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly.

(84) The Board may deduct from any dividend payable to any member all sums of money if any presently payable by him to the company on account of calls or otherwise in relation to the shares of the company.

INJECTO POLYMERS LTD.

Director

(85) Any dividend interest or other monies payable in cash in respect of shares may be paid by cheque or warrant sent through the post directed to the registered address of the holder or in the case of joint holders to the registered address of that one of the joint holders who is first named on the register of members or to such person and to such address as the holder or joint holders may in writing direct. Every such cheque or warrant shall be made payable to the order of the person to whom it is sent.

(86) Any one of two or more joint holders of a share may give effective receipts for any dividends bonuses or other monies payable in respect of such share.

(87) Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act.

(88) No dividend shall bear interest against the company.

Accounts

(89) The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the company or any of them shall be open to the inspection of members not being directors. No member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by law or authorised by the Board or by the company in general meeting. The register of charges register of investments register of shareholders books of accounts and the minutes of the meeting of the board and shareholders shall be kept at the office of the company and shall be open during business hours for such periods not being less in the aggregate than two hours in each day as the board determines for inspection of any shareholder without charge. In the event such shareholder conducting inspection of the abovementioned documents requires extracts of the same the company may charge a fee which shall not exceed Rupees ten per page or such other limit as may be prescribed under the Act or other applicable provisions of law.

Winding Up

(90) Subject to the provisions of Chapter XX of the Act and rules made thereunder If the company shall be wound up the liquidator may with the sanction of a special resolution of the company and any other sanction required by the Act divide amongst the members in specie or kind the whole or any part of the assets of the company whether they shall consist of property of the same kind or not. For the purpose aforesaid the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members. The liquidator may with the like sanction vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.

Indemnity

(91) Every officer of the company shall be indemnified out of the assets of the company against any liability incurred by him in defending any proceedings whether civil or criminal in which judgment is given in his favour or in which he is acquitted or in which relief is granted to him by the court or the Tribunal. If the Director or any person shall become personally liable for the payment

INJECTO POLYMERS LTD.

Director

of any sum primarily due from the Company the Board may execute or cause to be executed any mortgage charge or security over or affecting the whole or part of the assets of the Company by way of indemnity to secure the Directors or other persons so becoming liable as aforesaid from any loss in respect of such liability.

Others

1. Share Equivalent

The Company shall subject to the applicable provisions of the Act compliance with Law and the consent of the Board have the power to issue Share Equivalents on such terms and in such manner as the Board deems fit including their conversion repayment and redemption whether at a premium or otherwise.

2. Registers To Be Maintained by the Company

a. The Company shall in terms of the provisions of Section 88 of the Act and the provisions of the Depositories Act 1996 cause to be kept the following registers in terms of the applicable provisions of the Act i. A Register of Members indicating separately for each class of Equity Shares held by each Shareholder residing in or outside India ii. A register of Debenture holders and iii. A register of any other security holders b. The registers mentioned in this Article shall be kept and maintained in the manner prescribed under the Companies (Management and Administration) Rules 2014.

3. Shares at the disposal of the directors

a. Subject to the provisions of Section 62 and other applicable provisions of the Act and these Articles the shares in the Capital of the Company for the time being (including any shares forming part of any increased Capital of the Company) shall be under the control of the Board who may issue allot or otherwise dispose of the same or any of them to Persons in such proportion and on such terms and conditions and either at a premium or at par or at discount (subject to compliance with Section 53 of the Act) at such time as they may from time to time think fit to give to any person or persons the option or right to call for any shares either at par or premium or at a discount subject to the provisions of the Act during such time and for such consideration as the Directors think fit and may issue and allot Shares in the capital of the Company on payment in full or part of any property sold and transferred or for any services rendered to the Company in the conduct of its business and any shares which may be so allotted may be issued as fully paid up shares and if so issued shall be deemed to be fully paid up shares. Provided that option or right to call shares shall not be given to any Person or Persons without the sanction of the Company in the General Meeting b. If by the conditions of allotment of any share the whole or part of the amount thereof shall be payable by installments every such installment shall when due be paid to the Company by the person who for the time being shall be the registered holder of the shares or by his Executor or Administrator. c. Every Shareholder or his heirs Executors or Administrators shall pay to the Company the portion of the Capital represented by his share or shares which may for the time being remain unpaid thereon in such amounts at such time or times and in such manner as the Board shall from time to time in accordance with the Articles require or fix for the payment thereof. d. In accordance with Section 46 and other applicable provisions of the Act and the Rules e. Every Shareholder or allottee of shares shall be entitled without payment to receive one or more certificates specifying the name of the Person in whose favor it is issued the shares to which it relates and the amount paid up thereon. Such certificates

INJECTO POLYMERS LTD.

Director

shall be issued only in pursuance of a resolution passed by the Board and on surrender to the Company of its letter of allotment or its fractional coupon of requisite value save in cases of issue of share certificates against letters of acceptance or of renunciation or in cases of issue of bonus shares. Such share certificates shall also be issued in the event of consolidation or sub-division of shares of the Company. f. Every certificate shall specify the shares to which it relates and the amount paid-up thereon and shall be signed by two directors or by a director and the company secretary wherever the company has appointed a company secretary and the common seal shall be affixed in the presence of the persons required to sign the certificate. g. Particulars of every share certificate issued shall be entered in the Register of Members against the name of the Person to whom it has been issued indicating the date of issue. For any further certificate the Board shall be entitled but shall not be bound to prescribe a charge of twenty rupees each. i. Every Shareholder shall be entitled without payment to one or more certificates in marketable lots for all the shares of each class or denomination registered in his name or if the Directors so approve (upon paying such fee as the Directors may from time to time determine) to several certificates each for one or more of such shares and the Company shall complete and have ready for delivery such certificates within 2 (two) months from the date of allotment or within 1 (one) month of the receipt of instrument of transfer transmission sub-division consolidation or renewal of its shares as the case may be or within such other period as any other legislation for time being in force may provide. Every certificate of shares shall be in the form and manner as specified in Article 11 above and in respect of a share or shares held jointly by several Persons the Company shall not be bound to issue more than one certificate and delivery of a certificate of shares to the first named joint holders shall be sufficient delivery to all such holders. ii. the Board may at their absolute discretion refuse any applications for the sub-division of share certificates or Debenture certificates into denominations less than marketable lots except where sub-division is required to be made to comply with any statutory provision or an order of a competent court of law or at a request from a Shareholder or to convert holding of odd lot into transferable marketable lot. iii. A Director may sign a share certificate by affixing his signature thereon by means of any machine equipment or other mechanical means such as engraving in metal or lithography but not by means of a rubber stamp provided that the Director shall be responsible for the safe custody of such machine equipment or other material used for the purpose.

4. Underwriting And Brokerage

a. Subject to the applicable provisions of the Act the Company may at any time pay a commission to any person in consideration of his subscribing or agreeing to subscribe or procuring or agreeing to procure subscription (whether absolutely or conditionally) for any shares or Debentures in the Company in accordance with the provisions of the Companies (Prospectus and Allotment of Securities) Rules 2014. b. The Company may also on any issue of shares or Debentures pay such brokerage as may be lawful

5. Further Issue Of Share Capital

a. Where at any time the Company proposes to increase its subscribed capital by the issue of further shares such shares shall be offered i. to persons who at the date of the offer are holders of Equity Shares of the Company in proportion as nearly as circumstances admit to the Paid up Share Capital on those shares by sending a letter of offer subject to the following conditions namely- A. the offer shall be made by notice specifying the number of shares offered and limiting a time not being less than 15 (fifteen) days or such lesser number of days as may be prescribed

INJECTO POLYMERS LTD.

Director

under Law and not exceeding 30 (thirty) days from the date of the offer within which the offer if not accepted shall be deemed to have been declined B. the offer aforesaid shall be deemed to include a right exercisable by the Person concerned to renounce the shares offered to him or any of them in favor of any other Person and the notice referred to in clause (A). above shall contain a statement of this right C. after the expiry of the time specified in the notice aforesaid or on receipt of earlier intimation from the Person to whom such notice is given that he declines to accept the shares offered the Board may dispose of them in such manner which is not disadvantageous to the Shareholders and the Company ii. to employees under a scheme of employees stock option subject to Special Resolution passed by the Company and subject to the Rules and such other conditions as may be prescribed under Law or to any persons if it is authorised by a Special Resolution whether or not those Persons include the Persons referred to in clause (i) or clause (ii) above either for cash or for a consideration other than cash if the price of such shares is determined by the valuation report of a registered valuer subject to the Rules.- b. The notice referred to in sub-clause A. of clause (i) of sub-article (a) shall be dispatched through registered post or speed post or through electronic mode to all the existing Shareholders at least 3 (three) days before the opening of the issue. - c. Nothing in this Article shall apply to the increase of the subscribed capital of a Company caused by the exercise of an option as a term attached to the Debentures issued or loan raised by the Company to convert such Debentures or loans into shares in the Company d. Provided that the terms of issue of such Debentures or loan containing such an option have been approved before the issue of such Debentures or the raising of loan by a Special Resolution passed by the Company in a General Meeting. e. The provisions contained in this Article shall be subject to the provisions of Section 42 Section 62 (4) 62 (5) and 62 (6) of the Act the Rules and the applicable provisions of the Act

6. Dematerialization Of Securities

a. Dematerialization Notwithstanding anything contained in these Articles the Company shall be entitled to dematerialize its existing Securities rematerialize its Securities held in the Depositories and or to offer its fresh Securities in a dematerialized form pursuant to the Depositories Act and the rules framed thereunder if any. b. Subject to the applicable provisions of the Act instead of issuing or receiving certificates for the Securities as the case maybe either the Company or the investor may exercise an option to issue dematerialize hold the securities (including shares) with a Depository in electronic form and the certificates in respect thereof shall be dematerialized in which event the rights and obligations of the parties concerned and matters connected therewith or incidental thereto shall be governed by the provisions of the Depositories Act as amended from time to time or any statutory modification thereto or reenactment thereof. c. Notwithstanding anything contained in these Articles to the contrary in the event the Securities of the Company are dematerialized the Company shall issue appropriate instructions to the Depository not to Transfer the Securities of any Shareholder except in accordance with these Articles. The Company shall cause the Promoters to direct their respective Depository participants not to accept any instruction slip or delivery slip or other authorization for Transfer in contravention of these Articles. d. If a Person opts to hold his Securities with a Depository, then notwithstanding anything to the contrary contained in these Articles the Company shall intimate such Depository the details of allotment of the Securities and on receipt of the information the Depository shall enter in its record the name of the allottee as the Beneficial Owner of the Securities. e. Securities in Depositories to be in fungible form All Securities held by a Depository shall be dematerialized and be held in fungible form.

INJECTO POLYMERS LTD.

Director

Nothing contained in Sections 88 89 and 186 of the Act shall apply to a Depository in respect of the Securities held by it on behalf of the Beneficial Owners. f. Rights of Depositories Beneficial Owners i. Notwithstanding anything to the contrary contained in the Act or these Articles a Depository shall be deemed to be the Registered Owner for the purposes of effecting transfer of ownership of Securities on behalf of the Beneficial Owner. ii. Save as otherwise provided in (i) above the Depository as the Registered Owner of the Securities shall not have any voting rights or any other rights in respect of the Securities held by it. iii. Every person holding shares of the Company and whose name is entered as the Beneficial Owner in the records of the Depository shall be deemed to be a Shareholder of the Company. iv. The Beneficial Owner of Securities shall in accordance with the provisions of these Articles and the Act be entitled to all the rights and subject to all the liabilities in respect of his Securities which are held by a Depository. g. Except as ordered by a court of competent jurisdiction or as may be required by Law required and subject to the applicable provisions of the Act the Company shall be entitled to treat the person whose name appears on the Register as the holder of any share or whose name appears as the Beneficial Owner of any share in the records of the Depository as the absolute owner thereof and accordingly shall not be bound to recognize any benami trust or equity equitable contingent future partial interest other claim to or interest in respect of such shares or (except only as by these Articles otherwise expressly provided) any right in respect of a share other than an absolute right thereto in accordance with these Articles on the part of any other person whether or not it has expressed or implied notice thereof but the Board shall at their sole discretion register any share in the joint names of any two or more persons or the survivor or survivors of them. - h. Register and Index of Beneficial Owners i. The Company shall cause to be kept a register and index of members with details of shares and debentures held in materialized and dematerialized forms in any media as may be permitted by Law including any form of electronic media. ii. The register and index of Beneficial Owners maintained by a Depository under the Depositories Act shall be deemed to be a register and index of members for the purposes of this Act. The Company shall have the power to keep in any state or country outside India a register resident in that state or country. j. Cancellation of Certificates upon surrender by Person Upon receipt of certificate of securities on surrender by a person who has entered into an agreement with the Depository through a participant the Company shall cancel such certificates and shall substitute in its record the name of the Depository as the registered owner in respect of the said Securities and shall also inform the Depository accordingly. k. Service of Documents Notwithstanding anything contained in the Act or these Articles to the contrary where Securities are held in a Depository the records of the beneficial ownership may be served by such Depository on the Company by means of electronic mode or by delivery of floppies or discs l. Allotment of Securities dealt with in a Depository Notwithstanding anything in the Act or these Articles where Securities are dealt with by a Depository the Company shall intimate the details of allotment of relevant Securities thereof to the Depository immediately on allotment of such Securities. m. Certificate Number and other details of Securities in Depository Nothing contained in the Act or these Articles regarding the necessity of having certificate number distinctive numbers for Securities issued by the Company shall apply to Securities held with a Depository. n. Register and Index of Beneficial Owners The Register and Index of Beneficial Owners maintained by a Depository under the Depositories Act shall be deemed to be the Register and Index (if applicable) of Shareholders and Security-holders for the purposes of these Articles. o. Provisions of Articles to apply to Shares held in Depository Except as specifically provided in these Articles the provisions relating to joint holders of shares calls lien on shares forfeiture of shares and transfer and transmission of shares shall be applicable to shares held in Depository so far as they apply to shares held in physical form subject to the

INJECTO POLYMERS LTD.

Director

provisions of the Depositories Act.- p. Depository to furnish information Every Depository shall furnish to the Company information about the transfer of securities in the name of the Beneficial Owner at such intervals and in such manner as may be specified by Law and the Company in that behalf.- q. Option to opt out in respect of any such Security If a Beneficial Owner seeks to opt out of a Depository in respect of any Security he shall inform the Depository accordingly. The Depository shall on receipt of such information make appropriate entries in its records and shall inform the Company. The Company shall within 30 (thirty) days of the receipt of intimation from a Depository or such other time as may be prescribed under Law and on fulfillment of such conditions and on payment of such fees as may be specified by the regulations issue the certificate of securities to the Beneficial Owner or the transferee as the case may be. r. Overriding effect of this Article Provisions of this Article will have full effect and force not withstanding anything to the contrary or inconsistent contained in any other Articles

7. Nomination By Securities Holders

a. Every holder of Securities of the Company may at any time nominate in the manner prescribed under the Companies (Share Capital and Debentures) Rules 2014 a Person as his nominee in whom the Securities of the Company held by him shall vest in the event of his death b. Notwithstanding anything contained in any other Law for the time being in force or in any disposition whether testamentary or otherwise in respect of the Securities of the Company where a nomination made in the manner prescribed under the Companies (Share Capital and Debentures) Rules 2014 purports to confer on any Person the right to vest the Securities of the Company the nominee shall on the death of the holder of Securities of the Company or as the case may be on the death of the joint holders become entitled to all the rights in Securities of the holder or as the case may be of all the joint holders in relation to such Securities of the Company to the exclusion of all other Persons unless the nomination is varied or cancelled in the prescribed manner under the Companies (Share Capital and Debentures) Rules 2014. c. Where the nominee is a minor the holder of the Securities concerned can make the nomination to appoint in prescribed manner under the Companies (Share Capital and Debentures) Rules 2014 any Person to become entitled to the Securities of the Company in the event of his death during the minority. d. The transmission of Securities of the Company by the holders of such Securities and transfer in case of nomination shall be subject to and in accordance with the provisions of the Companies (Share Capital and Debentures) Rules 2014.

8. Nomination For Fixed Deposits

A depositor (who shall be the member of the Company) may at any time make a nomination and the provisions of Section 72 of the Act shall as far as may be apply to the nominations made in relation to the deposits made subject to the provisions of the Rules as may be prescribed in this regard

9. Copies of Memorandum and Articles to be Sent to Shareholders

Copies of the Memorandum and Articles of Association of the Company and other documents referred to in Section 17 of the Act shall be sent by the Company to every Shareholder at his request within 7 (seven) days of the request on payment of such sum as prescribed under the Companies (Incorporation) Rules 2014.

10. Borrowing Powers

INJECTO POLYMERS LTD.

Director

I. Subject to the provisions of Sections 73 179 and 180 and other applicable provisions of the Act and these Articles the Board may from time to time at its discretion by resolution passed at the meeting of a Board i. accept or renew deposits from Shareholders ii. borrow money by way of issuance of Debentures iii. borrow money otherwise than on Debentures iv. accept deposits from Shareholders either in advance of calls or otherwise and v. generally raise or borrow or secure the payment of any sum or sums of money for the purposes of the Company. Provided however that where the money to be borrowed together with the money already borrowed (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) exceed the aggregate of the Paid-up capital of the Company its free reserves and securities premium (not being reserves set apart for any specific purpose) the Board shall not borrow such money without the consent of the Company by way of a Special Resolution in a General Meeting. II. Subject to the provisions of these Articles the payment or repayment of money borrowed as aforesaid may be secured in such manner and upon such terms and conditions in all respects as the resolution of the Board shall prescribe including by the issue of bonds perpetual or redeemable Debentures or debenture-stock or any mortgage charge hypothecation pledge lien or other security on the undertaking of the whole or any part of the property of the Company both present and future. Provided however that the Board shall not except with the consent of the Company by way of a Special Resolution in General Meeting mortgage charge or otherwise encumber the Company's uncalled Capital for the time being or any part thereof and Debentures and other Securities may be assignable free from any equities between the Company and the Person to whom the same may be issued. III. Any bonds Debentures debenture-stock or other Securities may if permissible in Law be issued at a discount premium or otherwise by the Company and shall with the consent of the Board be issued upon such terms and conditions and in such manner and for such consideration as the Board shall consider to be for the benefit of the Company and on the condition that they or any part of them may be convertible into Equity Shares of any denomination and with any privileges and conditions as to the redemption surrender allotment of shares appointment of Directors or otherwise. Provided that Debentures with rights to allotment of or conversion into Equity Shares shall not be issued except with the sanction of the Company in General Meeting accorded by a Special Resolution. IV. Subject to the applicable provisions of the Act and these Articles if any uncalled Capital of the Company is included in or charged by any mortgage or other security the Board shall make calls on the Shareholders in respect of such uncalled Capital in trust for the Person in whose favor such mortgage or security is executed or if permitted by the Act may by instrument under seal authorize the Person in whose favor such mortgage or security is executed or any other Person in trust for him to make calls on the Shareholders in respect of such uncalled Capital and the provisions hereinafter contained in regard to calls shall mutatis mutandis apply to calls made under such authority and such authority may be made exercisable either conditionally or unconditionally or either presently or contingently and either to the exclusion of the Boards power or otherwise and shall be assignable if expressed so to be. V. The Board shall cause a proper Register to be kept in accordance with the provisions of Section 85 of the Act of all mortgages Debentures and charges specifically affecting the property of the Company and shall cause the requirements of the relevant provisions of the Act in that behalf to be duly complied with within the time prescribed under the Act or such extensions thereof as may be permitted under the Act as the case may be so far as they are required to be complied with by the Board. VI. Any capital required by the Company for its working capital and other capital funding requirements may be obtained in such form as decided by the Board from time to time. VII. The Company shall also comply with the provisions of the Companies (Registration of Charges) Rules 2014 in relation to the creation and registration of aforesaid charges by the Company.

INJECTO POLYMERS LTD.

Director

11. Rights To Issue Share Warrants

The Company may issue share warrants subject to and in accordance with provisions of the Act. The Board may in its discretion with respect to any share which is fully paid up on application in writing signed by the person registered as holder of the share and authenticated by such evidence (if any) as the Board may from time to time require as to the identity of the person signing the application and the amount of the stamp duty on the warrant and such fee as the Board may from time to time require having been paid issue a warrant.

12. Board To Make Rules

The Board may from time to time make rules as to the terms on which it shall think fit a new share warrant or coupon may be issued by way of renewal in case of defacement loss or destruction.

13. Notice Of General Meetings

a. Number of Days Notice of General Meeting to be given A General Meeting of the Company may be called by giving not less than 21 (twenty-one) days clear notice in writing or in electronic mode excluding the day on which notice is served or deemed to be served (i.e. on expiry of 48 (forty-eight) hours after the letter containing the same is posted). However, an Annual General Meeting may be called after giving shorter notice if consent is given in writing or by electronic mode by not less than 95 (ninety-five) percent of the Shareholders entitled to vote at that meeting. The notice of every meeting shall be given to (a) every Shareholder legal representative of any deceased Shareholder or the assignee of an insolvent member of the Company (b) Auditor or Auditors of the Company and (c) all Directors. b. Notice of meeting to specify place etc. and to contain statement of business Notice of every meeting of the Company shall specify the place date day and hour of the meeting and shall contain a statement of the business to be transacted thereat shall be given in the manner prescribed under Section 102 of the Act. c. Contents and manner of service of notice and Persons on whom it is to be served Every notice may be served by the Company on any Shareholder thereof either personally or by electronic mode or by sending it by post to their its registered address in India and if there be no registered address in India to the address supplied by the Shareholder to the Company for giving the notice to the Shareholder. d. Special Business Subject to the applicable provisions of the Act where any items of business to be transacted at the meeting are deemed to be special there shall be annexed to the notice of the meeting a statement setting out all material facts concerning each item of business including any particular nature of the concern or interest if any therein of every Director or manager (as defined under the provisions of the Act) if any or key managerial personnel (as defined under the provisions of the Act) or the relatives of any of the aforesaid and where any item of special business relates to or affects any other company the extent of shareholding interest in that other company of every Director or manager (as defined under the provisions of the Act) if any or key managerial personnel (as defined under the provisions of the Act) or the relatives of any of the aforesaid of the first mentioned company shall also be set out in the statement if the extent of such interest is not less than 2 per cent of the paid up share capital of that other company. All business transacted at any meeting of the Company shall be deemed to be special and all business transacted at the Annual General Meeting of the Company with the exception of the business specified in Section 102 of the Act shall be deemed to be special. e. Resolution requiring Special Notice With regard to resolutions in respect of which special notice is required to be given by the Act a special notice shall be

INJECTO POLYMERS LTD.

Director

given as required by Section 115 of the Act. f. The notice of the General Meeting shall comply with the provisions of Companies (Management and Administration) Rules 2014

14. Requisition Of Extraordinary General Meeting

a. Any valid requisition so made by Shareholders must state the object or objects of the meeting proposed to be called and must be signed by the requisitions and be deposited at the Office provided that such requisition may consist of several documents in like form each signed by one or more requisitions. b. Upon the receipt of any such valid requisition the Board shall forthwith call an Extraordinary General Meeting and if they do not proceed within 21 (twenty-one) days from the date of the requisition being deposited at the Office to cause a meeting to be called on a day not later than 45 (forty- five) days from the date of deposit of the requisition the requisitions or such of their number as represent either a majority in value of the Paid up Share Capital held by all of them or not less than one-tenth of such of the Paid-up Share Capital of the Company as is referred to in Section 100 of the Act whichever is less may themselves call the meeting but in either case any meeting so called shall be held within three months from the date of the delivery of the requisition as aforesaid. c. Any meeting called under the foregoing sub-articles by the requisitions shall be called in the same manner as nearly as possible as that in which a meeting is to be called by the Board. d. The accidental omission to give any such notice as aforesaid to any of the Shareholders or the non- receipt thereof shall not invalidate any resolution passed at any such meeting. e. No General Meeting Annual or Extraordinary shall be competent to enter into discuss or transact any business which has not been mentioned in the notice or notices by which it was convened. f. The Extraordinary General Meeting called under this article shall be subject to and in accordance with the provisions contained under the Companies (Management and Administration) Rules 2014.

15. Passing Resolutions by Postal Ballot

a. Notwithstanding any of the provisions of these Articles the Company may and in the case of resolutions relating to such business as notified under the Companies (Management and Administration) Rules 2014 as amended or other Law required to be passed by postal ballot shall get any resolution passed by means of a postal ballot instead of transacting the business in the General Meeting of the Company. Also, the Company may in respect of any item of business other than ordinary business and any business in respect of which Directors or Auditors have a right to be heard at any meeting transact the same by way of postal ballot. b. Where the Company decides to pass any resolution by resorting to postal ballot it shall follow the procedures as prescribed under Section 110 of the Act and the Companies (Management and Administration) Rules 2014 as amended from time and applicable Law

16. Appointment of Alternate Directors

Subject to Section 161 of the Act any Director shall be entitled to nominate an alternate director to act for him during his absence for a period of not less than 3 (three) months. The Board may appoint such a person as an Alternate Director to act for a director (hereinafter called the Original Director) (subject to such person being acceptable to the Chairman) during the Original Directors absence for a period of not less than three months from the State in which the meetings of the Board are ordinarily held. An Alternate Director appointed under this Article shall not hold office for a period longer than that permissible to the Original Director in whose place he has been appointed and shall vacate office if and when the Original Director returns to the State. If the term of the office of the Original Director is determined before he so returns to the State any

INJECTO POLYMERS LTD.

Director

provisions in the Act or in these Articles for automatic re-appointment shall apply to the Original Director and not to the Alternate Director.

17. Casual Vacancy and Additional Directors

Subject to the applicable provisions of the Act and these Articles the Board shall have the power at any time and from time to time to appoint any qualified Person to be a Director either as an addition to the Board or to fill a casual vacancy but so that the total number of Directors shall not at any time exceed the maximum number fixed under Article 38. Any Person so appointed as an additional director shall hold office only up to the earlier of the date of the next Annual General Meeting or at the last date on which the Annual General Meeting should have been held but shall be eligible for appointment by the Company as a Director at that meeting subject to the applicable provisions of the Act.

18. Debenture Directors

If it is provided by a trust deed securing or otherwise in connection with any issue of Debentures of the Company that any Person lender or persons lenders shall have power to nominate a Director of the Company then in the case of any and every such issue of Debentures the Person lender or persons lenders having such power may exercise such power from time to time and appoint a Director accordingly. Any Director so appointed is herein referred to a Debenture Director. A Debenture Director may be removed from office at any time by the Person lender or persons lenders in whom for the time being is vested the power under which he was appointed and another Director may be appointed in his place. A Debenture Director shall not be bound to hold any qualification shares. The trust deed may contain ancillary provisions as may be arranged between the Company and the trustees and all such provisions shall have effect notwithstanding any other provisions contained herein.

19. Independent Directors

The Company shall have such number of Independent Directors on the Board of the Company as may be required in terms of the provisions of Section 149 of the Act and the Companies (Appointment and Qualification of Directors) Rules 2014 or any other Law as may be applicable. Further the appointment of such Independent Directors shall be in terms of the aforesaid provisions of Law and subject to the requirements prescribed under the SEBI Listing Regulations.

20. Equal Power to Director

Except as otherwise provided in these Articles and the Act all the Directors of the Company shall have in all matters equal rights and privileges and shall be subject to equal obligations and duties in respect of the affairs of the Company.

21. NOMINEE DIRECTORS

a. Whenever the Board enters into a contract with any lenders for borrowing any money or for providing any guarantee or security or for technical collaboration or assistance or enter into any other arrangement the Board shall have subject to the provisions of Section 152 of the Act the power to agree that such lenders shall have the right to appoint or nominate by a notice in writing addressed to the Company one or more Directors on the Board for such period and upon such conditions as may be mentioned in the common loan agreement facility agreement. The

INJECTO POLYMERS LTD.

Director

nominee director representing lenders shall not be required to hold qualification shares. The Directors may also agree that any such Director or Directors may be removed from time to time by the lenders entitled to appoint or nominate them and such lenders may appoint another or other or others in his or their place and also fill in any vacancy which may occur as a result of any such Director or Directors ceasing to hold that office for any reason whatsoever. The nominee director shall hold office only so long as any monies remain owed by the Company to such lenders. b. The nominee director shall be entitled to all the rights and privileges of other Directors including the sitting fees and expenses as payable to other Directors but if any other fees commission monies or remuneration in any form are payable to the Directors the fees commission monies and remuneration in relation to such nominee director shall accrue to the lenders and the same shall accordingly be paid by the Company directly to the lenders. c. Provided that if any such nominee director is an officer of any of the lenders the sittings fees in relation to such nominee director shall also accrue to the lenders concerned and the same shall accordingly be paid by the Company directly to that lender. d. Any expenditure that may be incurred by the lenders or the nominee director in connection with the appointment or directorship shall be borne by the Company. e. The nominee director so appointed shall be a member of the project management sub-committee audit sub-committee and other sub-committees of the Board if so desired by the lenders. f. The nominee director shall be entitled to receive all notices agenda etc. and to attend all general meetings and Board meetings and meetings of any committee(s) of the Board of which he is a member and to receive all notices agenda and minutes etc. of the said meeting. g. If at any time the nominee director is not able to attend a meeting of Board or any of its committees of which he is a member the lenders may depute an observer to attend the meeting. The expenses incurred by the lenders in this connection shall be borne by the Company.

22. No Qualification Shares for Director

A Director shall not be required to hold any qualification shares of the Company

23. Remuneration of Directors

a. Subject to the applicable provisions of the Act a Director (other than a Managing Director or an executive Director) may receive a sitting fee not exceeding such sum as may be prescribed by the Act or the central government from time to time for each meeting of the Board or any Committee thereof attended by him. b. The remuneration payable to each Director for every meeting of the Board or Committee of the Board attended by them shall be such sum as may be determined by the Board from time to time within the maximum limits prescribed from time to time by the Central Government pursuant to the first proviso to Section 197 of the Act. c. All fees compensation to be paid to non-executive Directors including Independent Directors shall be as fixed by the Board and shall require the prior approval of the Shareholders in a General meeting. Such approval shall also specify the limits for the maximum number of stock options that can be granted to a non- executive Director in any financial year and in aggregate. However, such prior approval of the Shareholders shall not be required in relation to the payment of sitting fees to non-executive Directors if the same is made within the prescribed limits under the Act for payment of sitting fees with approval of Central Government. Notwithstanding anything contained in this article the Independent Directors shall not be eligible to receive any stock options.

24. Special Remuneration for Extra Services Rendered by a Director

INJECTO POLYMERS LTD.

Director

If any Director be called upon to perform extra services or special exertions or efforts (which expression shall include work done by a Director as a member of any Committee formed by the Directors) the Board may arrange with such Director for such special remuneration for such extra services or special exertions or efforts either by a fixed sum or otherwise as may be determined by the Board. Such remuneration may either be in addition to or in substitution for his remuneration otherwise provided subject to the applicable provisions of the Act

25. Vacation of Office by Director

a. Subject to relevant provisions of Sections 164 167 and 188 of the Act the office of a Director shall ipso facto be vacated if. i. he is found to be of unsound mind by a court of competent 92 jurisdiction or ii. he applies to be adjudicated an insolvent and his application is pending or iii. he is an undischarged insolvent or iv. he is convicted by a court of any offence involving moral turpitude or otherwise and is sentenced in respect thereof to imprisonment for not less than 6 (six) months and a period of five years has not elapsed from the date of expiry of the sentence or v. he fails to pay any calls made on him in respect of shares of the Company held by him whether alone or jointly with others within 6 (six) months from the date fixed for the payment of such call unless the Central Government has by notification in the Official Gazette removed the disqualification incurred by such failure or vi. he absents himself from all the meetings of the Board of Directors held during a period of twelve months with or without seeking leave of absence of the Board. vii. having been appointed a director by virtue of his holding any office or other employment in the Company he ceases to hold such office or other employment in the Company or viii. he acts in contravention of Section 184 of the Act or ix. he is removed in pursuance of Section 169 of the Act or x. he is disqualified under Section 164(2) of the Act. Subject to the applicable provisions of the Act a Director may resign his office at any time by notice in writing addressed to the Board and such resignation shall become effective upon its acceptance by the Board.

26. Related Party Transactions

a. Except with the consent of the Board or the Shareholders as may be required in terms of the provisions of section 188 of the Act and the Companies (Meetings of Board and its Powers) Rules 2014 no company shall enter into any contract or arrangement with a related party with respect to i. sale purchase or supply of any goods or materials ii. selling or otherwise disposing of or buying property of any kind iii. leasing of property of any kind iv. availing or rendering of any services v. appointment of any agent for purchase or sale of goods materials services or property vi. such related party's appointment to any office or place of profit in the company its subsidiary company or associate company and vii. underwriting the subscription of any securities or derivatives thereof of the company, viii. without the consent of the Shareholders by way of an Ordinary Resolution in accordance with Section 188 of the Act. b. Subject to provisions of Section 188 of the Act no Shareholder of the Company shall vote on such Resolution to approve any contract or arrangement which may be entered into by the Company if such Shareholder is a related party. c. nothing in this Article shall apply to any transactions entered into by the Company in its ordinary course of business other than transactions which are not on an arm's length basis d. The Director so contracting or being so interested shall not be liable to the Company for any profit realized by any such contract or the fiduciary relation thereby established. e. The terms office of profit and arm's length basis shall have the meaning ascribed to them under Section 188 of the Act. f. The term related party shall have the same meaning as ascribed to it under the Act. g. The compliance of the Companies (Meetings of Board and its

INJECTO POLYMERS LTD.

Director

Powers) Rules 2014 shall be made for the aforesaid contracts and arrangements.

27. Disclosure of Interest

a. A Director of the Company who is in any way whether directly or indirectly concerned or interested in a contract or arrangement or proposed contract or arrangement entered into or to be entered into by or on behalf of the Company shall disclose the nature of his concern or interest at a meeting of the Board in the manner provided in Section 184 of the Act Provided that it shall not apply to any contract or arrangement entered into or to be entered into between two companies or between one or more companies and one or more bodies corporate where any of the directors of the one company or body corporate or two or more of them together holds or hold not more than two per cent. of the paid-up share capital in the other company or the body corporate A general notice given to the Board by the Director to the effect that he is a director or member of a specified body corporate or is a member of a specified firm and is to be regarded as concerned or interested in any contract or arrangement which may after the date of the notice be entered into with that body corporate or firm shall be deemed to be a sufficient disclosure of concern or interest in relation to any contract or arrangement so made. Any such general notice shall expire at the end of the Financial Year in which it is given but may be renewed for a further period of one Financial Year at a time by a fresh notice given in the last month of the Financial Year in which it would have otherwise expired. No such general notice and no renewal thereof shall be of effect unless either it is given at a meeting of the Board or the Director concerned takes reasonable steps to secure that it is brought up and read at the first meeting of the Board after it is given. b. No Director shall as a Director take any part in the discussion of vote on any contract or arrangement entered into or to be entered into by or on behalf of the Company if he is in any way whether directly or indirectly concerned or interested in such contract or arrangements nor shall his presence count for the purpose of forming a quorum at the time of any such discussion or vote and if he does vote his vote shall be void provided however that nothing herein contained shall apply to, i. any contract or indemnity against any loss which the Directors or any one or more of them may suffer by reason of becoming or being sureties or a surety for the Company any contract or arrangement entered into or to be entered into with a public company or a private company which is subsidiary of a public company in which the interest of the Director consists solely1. in his being - I. a director of such company and II. the holder of not more than shares of such number or value therein as is requisite to qualify him for appointment as a director thereof he having been nominated as such Director by this Company or 2. in his being a shareholder holding not more than 2 (two) per cent of its Paid-up Share Capital. c. Subject to the provisions of Section 188 of the Act and other applicable provisions if any of the Act any Director of the Company any partner or relative of such Director any firm in which such Director or a relative of such Director is a partner any private company of which such Director is a director or member and any director or manager of such private company may hold any office or place of profit in the Company. d.The Company shall keep a Register in accordance with Section 189 of the Act and shall within the time specified therein enter therein such of the particulars as may be. The Register aforesaid shall also specify in relation to each Director of the Company the names of the bodies corporate and firms of which notice has been given by him under Article 53(a). The Register shall be kept at the Office of the Company and shall be open to inspection at such Office and extracts may be taken therefrom and copies thereof may be required by any Shareholder of the Company to the same extent in the same manner and on payment of the same fee as in the case of the Register of Members of the Company and the provisions of Section 94 of the Act shall apply accordingly.

INJECTO POLYMERS LTD.

Director

e .A Director may be or become a Director of any Company promoted by the Company or on which it may be interested as a vendor shareholder or otherwise and no such Director shall be accountable for any benefits received as director or shareholder of such Company except in so far as Section 188 or Section 197 of the Act as may be applicable.

28. One-Third of Directors to Retire Every Year

At the Annual General Meeting of the Company to be held in every year one third of such of the Directors as are liable to retire by rotation for time being or if their number is not three or a multiple of three then the number nearest to one third shall retire from office and they will be eligible for re- election. Provided nevertheless that Directors appointed as Independent Director(s) under Articles hereto shall not retire by rotation under this Article nor shall they be included in calculating the total number of Directors of whom one third shall retire from office under this Article.

29. Procedure If Place of Retiring Directors Is Not Filled Up

a. If the place of the retiring Director is not so filled up and the meeting has not expressly resolved not to fill the vacancy the meeting shall stand adjourned till the same day in the next week at the same time and place or if that day is a national holiday till the next succeeding day which is not a national holiday at the same time and place. b. If at the adjourned meeting also the place of the retiring Director is not filled up and that meeting also has not expressly resolved not to fill the vacancy the retiring Director shall be deemed to have been reappointed at the adjourned meeting unless - i. at that meeting or at the previous meeting a resolution for the reappointment of such Director has been put to the meeting and lost ii. retiring Director has by a notice in writing addressed to the Company or its Board expressed his unwillingness to be so reappointed iii.he is not qualified or is disqualified for appointment or iv.a resolution whether special or ordinary is required for the appointment or reappointment by virtue of any applicable provisions of the Act.

30. Company May Increase or Reduce the Number of Directors.

Subject to Article 38 and Sections 149 152 and 164 of the Act the Company may by Ordinary Resolution from time to time increase or reduce the number of Directors and may alter their qualifications and the Company may (subject to the provisions of Section 169 of the Act) remove any Director before the expiration of his period of office and appoint another qualified in his stead. The person so appointed shall hold office during such time as the Director in whose place he is appointed would have held the same if he had not been removed.

31. Register of Directors Etc.

a. The Company shall keep at its Office a Register containing the particulars of its Directors Managing Directors Manager Secretaries and other Persons mentioned in Section 170 of the Act and shall otherwise comply with the provisions of the said Section in all respect b. The Company shall in respect of each of its Directors also keep at its Office a Register as required by Section 170 of the Act and shall otherwise duly comply with the provisions of the said Section in all respects.

32.Disclosure By Director Of Appointment To Any Other Body Corporate

Every Director shall in accordance with the provisions of Companies (Meeting of Board and its Powers) Rules 2014 shall disclose his concern or interest in any company or companies or

INJECTO POLYMERS LTD.

Director

bodies corporate (including shareholding interest) firms or other association of individuals by giving a notice in accordance with such rules

33. Power to be Exercised by the Board Only by Meeting

The Board shall exercise the following powers on behalf of the Company and the said powers shall be exercised only by resolutions passed at the meeting of the Board - a. to make calls on Shareholders in respect of money unpaid on their shares b. to authorize buy-back of securities under Section 68 of the Act c.to issue securities including debentures whether in or outside India d. to borrow money(ies) e. to invest the funds of the Company f. to grant loans or give guarantee or provide security in respect of loans g. to approve financial statements and the Boards report h. to diversify the business of the Company i. to approve amalgamation merger or reconstruction j. to take over a company or acquire a controlling or substantial stake in another company k. any other matter which may be prescribed under the Act Companies (Meetings of Board and its Powers) Rules 2014 and the SEBI Listing Regulations. The Board may by a resolution passed at a meeting delegate to any Committee of Directors the Managing Director or to any person permitted by Law the powers specified in sub clauses (d) to (f) above. The aforesaid powers shall be exercised in accordance with the provisions of the Companies (Meetings of Board and its Powers) Rules 2014 and shall be subject to the provisions of section 180 of the Act. In terms of Section 180 of the Act the Board may exercise the following powers subject to receipt of consent by the Company by way of a Special Resolution a. to sell lease or otherwise dispose of the whole or substantial part of the undertaking of the Company or where the company owns more than one undertaking of the whole or substantially the whole of any of such undertakings b. to borrow money where the money to be borrowed together with the money already borrowed by the company will exceed aggregate of its paid-up share capital free reserves and securities premium apart from temporary loans obtained from the companys bankers in the ordinary course of business and c. any such other matter as may be prescribed under the Act the SEBI Listing Regulations and other applicable provisions of Law.

34. Proceedings of The Board of Directors

a. The Board may meet either at the Office of the Company or at any other location in India or outside India as the Chairman or Director may determine. b. At least 7 (seven) days' notice of every meeting of the Board shall be given in writing to every Director for the time being at his address registered with the Company and such notice shall be sent by hand delivery or by post or by electronic means. A meeting of the Board may be convened in accordance with these Articles by a shorter notice in case of any emergency as directed by the Chairman or the Managing Director or the Executive Director as the case may be subject to the presence of 1 (one) Independent Director in the said meeting. If an Independent Director is not present in the said meeting, then decisions taken at the said meeting shall be circulated to all the Directors and shall be final only upon ratification by one independent Director. Such notice or shorter notice may be sent by post or by fax or e-mail depending upon the circumstances

35. Powers of the Board

Subject to the applicable provisions of the Act these Articles and other applicable provisions of Law - a. The Board shall be entitled to exercise all such power and to do all such acts and things as the Company is authorised to exercise and do under the applicable provisions of the Act or

INJECTO POLYMERS LTD.

Director

by the memorandum and articles of association of the Company. b. The Board is vested with the entire management and control of the Company including as regards any and all decisions and resolutions to be passed for and on behalf of the Company. c. Provided that the Board shall not except with the consent of the Company by a Special Resolution, i. Sell lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company or where the Company owns more than one undertaking of the whole or substantially the whole of any such undertaking. The term undertaking and the expression substantially the whole of the undertaking shall have the meaning ascribed to them under the provisions of Section 180 of the Act ii. Remit or give time for repayment of any debt due by a director iii. Invest otherwise than in trust securities the amount of compensation received by the Company as a result of any merger or amalgamation and iv. Borrow money(ies) where the money(ies) to be borrowed together with the money(ies) already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of businesses) will exceed the aggregate of the paid-up capital of the Company and its free reserves.

36.Committees and Delegation by the Board

a. The Company shall constitute such Committees as may be required under the Act applicable provisions of Law and the SEBI Listing Regulations. Without prejudice to the powers conferred by the other Articles and so as not to in any way to limit or restrict those powers the Board may subject to the provisions of Section 179 of the Act delegate any of its powers to the Managing Director(s) the executive director(s) or manager or the chief executive officer of the Company. The Managing Director(s) the executive director(s) or the manager or the chief executive officer(s) as aforesaid shall in the exercise of the powers so delegated conform to any regulations that may from time to time be imposed on them by the Board and all acts done by them in exercise of the powers so delegated and in conformity with such regulations shall have the like force and effect as if done by the Board. b. Subject to the applicable provisions of the Act the requirements of Law and these Articles the Board may delegate any of its powers to Committees of the Board consisting of such member or members of the Board as it thinks fit and it may from time-to-time revoke and discharge any such committee of the Board either wholly or in part and either as to persons or purposes. Every Committee of the Board so formed shall in the exercise of the powers so delegated conform to any regulations that may from time to time be imposed on it by the Board. All acts done by any such Committee of the Board in conformity with such regulations and in fulfillment of the purposes of their appointment but not otherwise shall have the like force and effect as if done by the Board. c. The meetings and proceedings of any such Committee of the Board consisting of two or more members shall be governed by the provisions herein contained for regulating the meetings and proceedings of the Directors so far as the same are applicable thereto and are not superseded by any regulation made by the Directors under the last preceding Article. The Board of the Company shall in accordance with the provisions of the Companies (Meetings of the Board and its Powers) Rules 2014 or any other Law and the provisions of the SEBI Listing Regulations form such committees as may be required under such rules in the manner specified therein if the same are applicable to the Company.

37.Acts of Board or Committee Valid Notwithstanding Informal Appointment

All acts undertaken at any meeting of the Board or of a Committee of the Board or by any person acting as a Director shall notwithstanding that it may afterwards be discovered that there was some defect in the appointment of such Director or persons acting as aforesaid or that they or

INJECTO POLYMERS LTD.

Director

any of them were disqualified or had vacated office or that the appointment of any of them had been terminated by virtue of any provisions contained in the Act or in these Articles be as valid as if every such person had been duly appointed and was qualified to be a Director . Provided that nothing in this Article shall be deemed to give validity to the acts undertaken by a Director after his appointment has been shown to the Company to be invalid or to have been terminated.

38. Passing of Resolution by Circulation

Subject to section 175 of the Act no resolution shall be deemed to have been duly passed by the Board or by a Committee thereof by circulation unless the resolution has been circulated in draft form together with the necessary papers if any to all the Directors or members of the Committee as the case may be at their addresses registered with the Company in India by hand delivery or by post or by courier or through such electronic means as may be provided under the Companies (Meetings of Board and its Powers) Rules 2014 and has been approved by majority of Directors or members of the Committee who are entitled to vote on the resolution. However, in case one-third of the total number of Directors for the time being require that any resolution under circulation must be decided at a meeting the chairperson shall put the resolution to be decided at a meeting of the Board. A resolution mentioned above shall be noted at a subsequent meeting of the Board or the Committee thereof as the case may be and made part of the minutes of such meeting.

39. Minutes of The Proceedings of The Meeting of The Board

a. The Company shall prepare minutes of each Board Meeting and the entries thereof in books kept for that purpose with their pages consecutively numbered. Such, minutes shall contain a fair and correct summary of the proceedings conducted at the Board Meeting. b. The Company shall circulate the minutes of the meeting to each Director within 7 (seven) Business Days after the Board Meeting. c. Each page of every such book shall be initialed or signed and the last page of the record of proceedings of each meeting in such book shall be dated and signed by the Chairman of the said meeting or the Chairman of the next succeeding meeting. d. In no case the minutes of proceedings of a meeting shall be attached to any such book as aforesaid by pasting or otherwise. e. The minutes of each meeting shall contain a fair and correct summary of the proceedings thereat and shall also contain - i. all appointments of Officers ii. the names of the Directors present at each meeting of the Board iii. all resolutions and proceedings of the meetings of the Board iv. the names of the Directors if any dissenting from or not concurring in any resolution passed by the Board. f. Nothing contained in sub-Articles (a) to (e) above shall be deemed to require the inclusion in any such minutes of any matter which in the opinion of the Chairman of the meeting - i. is or could reasonably be regarded as defamatory of any person ii. is irrelevant or immaterial to the proceedings or iii is detrimental to the interests of the Company. g. The Chairman shall exercise absolute discretion in regard to the inclusion or non-inclusion of any matter in the minutes on the ground specified in sub-Article (f) above. h. Minutes of meetings kept in accordance with the aforesaid provisions shall be evidence of the proceedings recorded therein. i. The minutes kept and recorded under this Article shall also comply with the provisions of Secretarial Standard 1 issued by the Institute of Company Secretaries of India constituted under the Company Secretaries Act 1980 and approved as such by the Central Government and applicable provisions of the Act and Law.

40. Register of Charges

The Directors shall cause a proper register to be kept in accordance with the applicable

INJECTO POLYMERS LTD.

Director

provisions of the Act of all mortgages and charges specifically affecting the property of the Company and shall duly comply with the requirements of the applicable provisions of the Act in regard to the registration of mortgages and charges therein specified.

41. Charge of Uncalled Capital

Where any uncalled capital of the Company is charged as security or other security is created on such uncalled capital the Directors may authorize subject to the applicable provisions of the Act and these Articles making calls on the Shareholders in respect of such uncalled capital in trust for the person in whose favor such charge is executed.

42.Subsequent Assigns of Uncalled Capital

Where any uncalled capital of the Company is charged all persons taking any subsequent charge thereon shall take the same subject to such prior charges and shall not be entitled to obtain priority over such prior charge.

43.Officers

a. The Company shall have its own professional management and such officers shall be appointed from time to time as designated by its Board. The officers of the Company shall serve at the discretion of the Board. no b. The officers of the Company shall be responsible for the implementation of the decisions of the Board subject to the authority and directions of the Board and shall conduct the day-to-day business of the Company. c. The officers of the Company shall be the Persons in charge of and responsible to the Company for the conduct of the business of the Company and shall be concerned and responsible to ensure full and due compliance with all statutory laws rules and regulations as are required to be complied with by the Company and or by the Board of the Company. d. Qualified experienced managerial and marketing executives and other officers shall be appointed for the operation and conduct of the business of the Company. e. The Board shall appoint with the approval of the Chairman the President and or Chief Executive Officer and or Chief Operating Officer of the Company as well as persons who will be appointed to the posts of senior executive management.

44. The Secretary

The Secretary shall be an individual responsible to ensure that there shall be no default non-compliance failure refusal or contravention of any of the applicable provisions of the Act or any rules regulations or directions which the Company is required to conform to or which the Board of the Company are required to conform to and shall be designated as such and be the officer in default.

45. Directors Officers Liability Insurance

Subject to the provisions of the Act and Law the Company shall procure at its own cost comprehensive directors and officers liability insurance for each Director which shall not form a part of the remuneration payable to the Directors in the circumstances described under Section 197 of the Act - a. on terms approved by the Board b. which includes each Director as a policyholder c. is from an internationally recognized insurer approved by the Board and d. for a coverage for claims of an amount as may be decided by the Board from time to time.

46. Audit and Auditors

INJECTO POLYMERS LTD.

Director

a. Auditors shall be appointed and their rights and duties shall be regulated in accordance with Sections 139 to 147 of the Act and as specified under Law. b. Every account of the Company when audited shall be approved by a General Meeting and shall be conclusive except as regards any error discovered therein within three months next after the approval thereof. Whenever any such error is discovered within that period the account shall forthwith be corrected and henceforth shall be conclusive. c. Every balance sheet and profit and loss account shall be audited by one or more Auditors to be appointed as hereinafter set out. d. The Company at the Annual General Meeting in each year shall appoint an Auditor or Auditors to hold office from the conclusion of that meeting until conclusion of the next Annual General Meeting and every Auditor so appointed shall be intimated of his appointment within 7 (seven) days. e. Where at an Annual General Meeting no Auditors are appointed the Central Government may appoint a person to fill the vacancy and fix the remuneration to be paid to him by the Company for his services. f. The Company shall within 7 (seven) days of the Central Governments power under sub clause (b) becoming exercisable give notice of that fact to the Government. g. The Directors may fill any casual vacancy in the office of an Auditor but while any such vacancy continues the remaining auditors (if any) may act. Where such a vacancy is caused by the resignation of an Auditor the vacancy shall only be filled by the Company in General Meeting. h. A person other than a retiring Auditor shall not be capable of being appointed at an Annual General Meeting unless special notice of a resolution of appointment of that person to the office of Auditor has been given by a Shareholder to the Company not less than 14 (fourteen) days before the meeting in accordance with Section 115 of the Act and the Company shall send a copy of any such notice to the retiring Auditor and shall give notice thereof to the Shareholders in accordance with provisions of Section 115 of the Act and all the other provision of Section 140 of the Act shall apply in the matter. The provisions of this sub-clause shall also apply to a resolution that a retiring auditor shall not be re-appointed. i. The persons qualified for appointment as Auditors shall be only those referred to in Section 141 of the Act. j. None of the persons mentioned in Section 141 of the Act as are not qualified for appointment as auditors shall be appointed as Auditors of the Company.

47. Audit of Branch Offices

The Company shall Comply with the applicable provisions of the Act and the Companies (Audit and Auditor) Rules 2014 in relation to the audit of the accounts of branch offices of the Company.

48. Remuneration of Auditors

The remuneration of the Auditors shall be fixed by the Company as authorized in General Meeting from time to time in accordance with the provisions of the Act and the Companies Audit and Auditor) Rules 2014.

49. Documents and Notices

a. A document or notice may be given or served by the Company to or on any Shareholder whether having his registered address within or outside India either personally or by electronic mode or by sending it by post to him to his registered address. b. Where a document or notice is sent by post service of the document or notice shall be deemed to be effected by properly addressing prepaying and posting a letter containing the document or notice provided that where a Shareholder has intimated to the Company in advance that documents or notices should be sent to him under a certificate of posting or by registered post with or without acknowledgement due

INJECTO POLYMERS LTD.

Director

or by cable or telegram and has deposited with the Company a sum sufficient to defray the expenses of doing so service of the document or notice shall be deemed to be effected unless it is sent in the manner intimated by the Shareholder. Such service shall be deemed to have affected in the case of a notice of a meeting at the expiration of forty-eight hours after the letter containing the document or notice is posted or after a telegram has been dispatched and in any case at the time at which the letter would be delivered in the ordinary course of post or the cable or telegram would be transmitted in the ordinary course. c. A document or notice may be given or served by the Company to or on the joint- holders of a Share by giving or serving the document or notice to or on the joint-holder named first in the Register of shareholders in respect of the Share. d. Every person who by operation of Law transfer or other means whatsoever shall become entitled to any Share shall be bound by every document or notice in respect of such Share which previous to his name and address being entered on the register of Shareholders shall have been duly served on or given to the Person from whom he derives his title to such Share. e. Any document or notice to be given or served by the Company may be signed by a director or the Secretary or some Person duly authorised by the Board for such purpose and the signature thereto may be written printed photostat or lithographed. f. All cheques promissory notes drafts hundis bills of exchange and other negotiable instruments and all receipts for monies paid to the company shall be signed drawn accepted endorsed or otherwise executed as the case may be by such person and in such manner as the Board shall from time to time by resolution determine g. All documents or notices to be given or served by Shareholders on or to the Company or to any officer thereof shall be served or given by sending the same to the Company or officer at the Office by post under a certificate of posting or by registered post or by leaving it at the Office. h. Where a Document is sent by electronic mail service thereof shall be deemed to be effected properly where a shareholder has registered his electronic mail address with the Company and has intimated the Company that documents should be sent to his registered email address without acknowledgement due. Provided that the Company shall provide each shareholder an opportunity to register his email address and change therein from time to time with the Company or the concerned depository. The Company shall fulfill all conditions required by Law in this regard.

50. Shareholders To Notify Address In India

Each registered Shareholder from time to time notify in writing to the Company such place in India to be registered as his address and such registered place of address shall for all purposes be deemed to be his place of residence.

51. Service on Shareholders Having No Registered Address

If a Shareholder does not have registered address in India and has not supplied to the Company any address within India for the giving of the notices to him a document advertised in a newspaper circulating in the neighborhood of Office of the Company shall be deemed to be duly served to him on the day on which the advertisement appears.

52. Service on Persons Acquiring Shares on Death or Insolvency of Shareholders

A document may be served by the Company on the persons entitled to a share in consequence of the death or insolvency of a Shareholders by sending it through the post in a prepaid letter addressed to them by name or by the title or representatives of the deceased assignees of the insolvent by any like description at the address (if any) in India supplied for the purpose by the persons claiming to be so entitled or (until such an address has been so supplied) by serving

INJECTO POLYMERS LTD.

Director

the document in any manner in which the same might have been served as if the death or insolvency had not occurred.

53. Persons Entitled to Notice of General Meetings

Subject to the applicable provisions of the Act and these Articles notice of General Meeting shall be given a. To the Shareholders of the Company as provided by these Articles. b. To the persons entitled to a share in consequence of the death or insolvency of a Shareholder. c. To the Auditors for the time being of the Company in the manner authorized by as in the case of any Shareholder of the Company.

54. Notice By Advertisement

Subject to the applicable provisions of the Act any document required to be served or sent by the Company on or to the Shareholders or any of them and not expressly provided for by these Articles shall be deemed to be duly served or sent if advertised in a newspaper circulating in the District in which the Office is situated

55. Unpaid or Unclaimed Dividend

a. If the Company has declared a Dividend but which has not been paid or the Dividend warrant in respect thereof has not been posted or sent within 30 (thirty) days from the date of declaration transfer the total amount of dividend which remained unpaid or unclaimed within 7 (seven) days from the date of expiry of the said period of 30 (thirty) days to a special account to be opened by the Company in that behalf in any scheduled bank or private sector bank. b. Any money so transferred to the unpaid Dividend account of the Company which remains unpaid or unclaimed for a period of 7 (seven) years from the date of such transfer shall be transferred by the Company to the Fund established under sub-section (1) of Section 125 of the Act viz. Investors Education and Protection Fund. c. No unpaid or unclaimed Dividend shall be forfeited by the Board before the claim becomes barred by Law

56. Resolution For Capitalization of Reserves and Issue of Fractional Certificate

a. The Board shall give effect to a Resolution passed by the Company in pursuance of this regulation. Whenever such a Resolution as aforesaid shall have been passed the Board shall i. make all appropriation and applications of undivided profits (resolved to be capitalized thereby) and all allotments and issues of fully paid shares or Securities if any and ii. generally, do all acts and things required to give effect thereto. b. The Board shall have full power i. to make such provisions by the issue of fractional certificates or by payments in cash or otherwise as it thinks fit in the case of shares or debentures becoming distributable in fraction and ii.to authorize any person on behalf of all the Shareholders entitled thereto to enter into an agreement with the Company providing for the allotment to such Shareholders credited as fully paid up of any further shares or debentures to which they may be entitled upon such capitalization or (as the case may require) for the payment of by the Company on their behalf by the application thereto of their respective proportions of the profits resolved to be capitalized of the amounts or any parts of the amounts remaining unpaid on the shares. c. Any agreement made under such authority shall be effective and binding on all such shareholders

57. Directors Etc. Not Liable for Certain Acts

Subject to the relevant provision of the Act no Director Manager Officer or Employee of the

INJECTO POLYMERS LTD.

Director

company shall be liable for the acts defaults receipts and neglects of any other Director Manager Officer or employee or for joining in any receipts or other acts for the sake of conformity or for any loss or expenses happening to the company through the insufficiency or deficiency of any security in or upon which any of the monies of the company shall be invested or for any loss or damage arising from the bankruptcy insolvency or tortuous act of any person with whom any monies securities or effects shall be deposited or for any loss occasioned by an error of judgement or oversight on his part or for any other loss damage or misfortune whatsoever which shall happen in the execution thereof unless the same shall happen through negligence default misfeasance breach of duty or breach of trust. Without prejudice to the generality foregoing it is hereby expressly declared that any filing fee payable or any document required to be filed with the registrar of the companies in respect of any act done or required to be done by any Director

58. Amendment to Memorandum and Articles of Association

a. The shareholders shall vote for all the equity shares owned or held on record by such shareholders at any annual or extraordinary General meeting of the company in accordance with these Articles b.The shareholders shall not pass any resolution or take any decision which is contrary to any of the terms of these Articles. c. The Articles of the company shall not be amended unless the votes cast in favors of the resolution whether on a show of hands or electronically or on a poll as the case may be by members who being entitled so to do vote in person or by proxy or by postal ballot are required to be not less than three times the number of the votes if any cast against the resolution by members so entitled and voting.

59. Secrecy

No shareholder shall be entitled to inspect the company's work without permission of the managing Director Directors or to require discovery of any information respectively any details of company's trading or any matter which is or may be in the nature of a trade secret history of trade or secret process which may be related to the conduct of the business of the company and which in the opinion of the managing Director Directors will be inexpedient in the interest of the shareholders of the company to communicate to the public.

60. Duties of the Officer to Observe Secrecy

Every Director managing Directors manager Secretary Auditor Trustee members of the committee officer servant agent accountant or other persons employed in the business of the company shall if so required by the Director before entering upon his duties or any time during his term of office sign a declaration pledging himself to observe secrecy relating to all transactions of the company and the state of accounts and in matters relating thereto and shall by such declaration pledge himself not to reveal any of such matters which may come to his knowledge in the discharge of his official duties except which are required so to do by the Directors or the Auditors or by resolution of the company in the general meeting or by a court of law and except so far as may be necessary in order to comply with any of the provision of these Articles or Law. Nothing herein contained shall affect the powers of the Central Government or any officer appointed by the government to require or to hold an investigation into the company's affair.

INJECTO POLYMERS LTD.

Director

21-87875
Company Name ... Insecto Polymers
Name of Document ... A/A
Document No. ... NF 2
Date / Registered / Filed / Recorded ... 4.9.19 98
PRESERVATION PERIOD ... 5 YEARS
DESTRUCTION DATE ...
Addl. Registrar of Companies

We, the several persons, whose names, addresses and descriptions are subscribed below are desirous of being formed into a Company in pursuance of these Article 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, Addresses, Descriptions and Occupations of Subscribers	No. of Shares taken by each Subscriber	Names, Addresses, Occupations & Descriptions of Witnesses for all the Signatories
1.	Bhakraborty Biplab Chakraborty S/o Prosad Chakraborty 58, upen Mitra Lane Salkia, Howrah-6 Business.	100 nos (one hundred only).	Samanta (ASHOK KR. SAMANTA) CHARTERED ACCOUNTANT S/o Anil Kr. Samanta 43/7 Bholanath Nandy Lane, Howrah - 711104.
2.	Sudip Maity S/o Lt. Subodh Kr. Maity 2/2 Dr. Abani Dutta Rd. How-6. Business.	100 NOS. (one hundred only)	
		200 NOS. (Two hundred only)	

26.08.98.
Calcutta dated the 28th day of August 1998
Samanta