



Bombay Oxygen Corporation Ltd.

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Date: 07th August, 2018

To,

BSE Limited

Corporate Relations Department,

P. J. Towers, Dalal Street, Mumbai-400 001.

Scrip Code: 509470

Dear Sir/Madam,

Subject: Alteration in Objects Clause and Liability Clause of Memorandum of Association

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform that the alteration in the Objects Clause and Liability Clause of the Memorandum of Association (MOA) of the Company has been approved by the members of the Company by way of passing the Special Resolution(s) with requisite majority through Postal Ballot on 04th August, 2018. We are submitting herewith a certified true copy of the altered MOA of the Company for your information and records.

Thanking you,

Yours sincerely,

For Bombay Oxygen Corporation Limited

Sanjay V. Gosalia
Company Secretary

Membership No. 20489

Encl : as above

MEMORANDUM OF ASSOCIATION
OF
BOMBAY OXYGEN CORPORATION LIMITED

- I. The name of the company is BOMBAY OXYGEN CORPORATION LIMITED.
- II. The Registered Office of the Company is be situated in the State of MAHARASHTRA.
- III. *The objects for which the Company is established are:-

A. *THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:-

- 1. To carry on the business of an Investment Company and to buy, invest in and acquire and hold shares, stocks, debentures, debenture-stock, bonds, obligations and securities issued or guaranteed by any Company constituted or carrying on business in India or elsewhere and debentures, debenture-stock, bonds, obligations and securities, issued or guaranteed by any Government, State, Dominions, Sovereign Ruler, Commissioners, Public Body or Authority Supreme, Municipal, Local or Otherwise, Firm or Person whether in India or elsewhere and to deal with and turn to account the same, provided always that no investment imposing unlimited liability on the Company shall be made.
- 2. To invest the capital and other monies of the Company in the purchases or upon the security of, and to hold, sell and deal with shares, stocks, debentures, debenture-stocks, bonds, mortgages, obligations and securities of any kind, issued or guaranteed by any Company, Corporation or Undertaking (whether Incorporated or not) of whatever nature and wheresoever constituted or carrying on business in shares, stocks, debentures, debenture-stocks, bonds, mortgages, obligations and other securities of any kind issued or guaranteed by any Government, State Commissioners, Trusts, Municipal, Local or other Authority or Body of whatever nature.

*Amended by Special resolution passed through Postal Ballot (Including Electronic Voting) dated 04th August, 2018



3. To finance industrial enterprises, and for that purpose lend and advance monies to entrepreneurs, promoters and industrial concerns on such terms and conditions and with or without security as may be thought appropriate.
4. To give guarantees and carry on and transact every kind of guarantee and counter guarantee business and in particular to guarantee the payment of any principal moneys, interest or other moneys secured by or payable under any debentures, bonds, debentures-stock, mortgages, charges, contracts, obligations and securities.
5. To acquire any shares, stocks, debentures, debenture-stock, bonds, notes, obligations or securities by original subscription, contract, tender, purchase, exchange, under-writing, participation in syndicates, by undertaking to discharge liability of the owner thereof or any third party or otherwise and whether or not fully paid-up and to acquire or subscribe for the same subject to such terms and conditions (if any) as may be thought fit.
6. To carry on the trades or business of trader, manufacturer and distributor of chemists and druggists, either wholesale or retail together with all or any trades or business usually carried on in connection therewith and to prepare manufacture, import, export, produce, buy, sell, and deal in all kinds of gases, salts, acids, alkalies, drugs, medicines, medicaments, herbs, pharmaceutical, chemical, dairy products and to manufacture, buy, sell, let on hire, and deal in engines, cylinders, compressors, machines, laboratory equipment and other apparatus and conveniences which may seem to promote directly or indirectly the interests of the Company.

B. *OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS ARE:

7. To employ experts to investigate and examine into the conditions, prospects, value, character and circumstances of any business concerns and undertakings and generally of any assets, property or rights.
8. To lend money with or without security and to make advances upon, hold in trust, issue, buy, sell, or other-wise acquire or dispose of on commission or otherwise any of the securities or investments of the kinds before mentioned, or to act as agent for any of the above or the like purposes.



9. To act as trustee of any deeds constituting or securing any debentures, debenture-stock, or other securities or obligations and to undertake and execute any other trusts, and also to undertake the office of or exercise the powers of executor, administrator, receiver, treasurer, custodian and trust corporation.
10. To constitute any trusts with a view to the issue of preferred and deferred or any other special stocks, securities, certificates or other documents based on or representing any shares, stocks, or other assets appropriated for the purposes of any such trust, and to settle and regulate, and, if thought fit, to undertake and execute any such trusts and to issue, hold or dispose of any such preferred, deferred, or other special stocks, securities, certificates or documents.
11. To secure or discharge any debt or obligations of or binding on the Company in such manner as may be thought fit, and in particular by mortgages and charges upon the undertaking and all or any of the assets and property (present and future) and the uncalled capital of the Company or by the creation and issue on such terms as may be thought expedient of debenture-stock, or other securities of any description or by the issue of shares credited as fully or partly paid up.
12. To facilitate and encourage the creation, issue or conversion of shares, stocks and securities and to act as trustees in connection with any such securities and to take part in the conversion of business concerns and undertakings into companies.
13. To undertake and subscribe to, conditionally or unconditionally, stocks, shares and securities of any other company.
14. To appoint trustees (whether individuals or corporations) to hold securities on behalf of and to protect the interests of the Company.
15. To enter into any arrangements with any governments or authorities, supreme, municipal, local or otherwise, that may seem conducive to the Company's objects or any of them, and to obtain from any such government or authority any rights, privileges, and concessions, which the Company may think it desirable to obtain, and to carry out, exercise or comply with any such arrangements, rights, privileges or concessions.



16. To pay for any property or rights acquired by the Company, either in cash or fully or partly paid shares or by the issue of securities, or partly in one mode and partly in another and generally on such terms as may be determined.
17. To procure the registration, incorporation or recognition of the Company in or under the laws of any place outside India and to do all acts necessary for carrying on in any foreign country or colony, any business of the Company.
18. To take such steps as may be necessary to give the Company the same rights and privileges in any part of the world as are possessed by local companies or partnership of a similar nature.
19. To subscribe or guarantee money for any national, charitable benevolent, public, general, or useful object or for any exhibition or to any useful institution, club society or fund.
20. To grant pensions, allowances, bonuses or gratuities to any employees or ex-employees of the Company or its predecessors in business, or the relations, connections or dependents of any such persons, and to establish or support associations, institutions, clubs, funds, and trusts which may be considered calculated to benefit any such persons or otherwise advance the interests of the Company or of its members.
21. Subject to the provisions of the Companies Act, to distribute among the members of the Company in specie any property of the Company.
22. To deal with the surplus moneys of the Company not immediately requiring investment in such manner as may from time to time be determined.
23. To do all or any of the above acts or things in any part of the world, and as principals, agents, contractors, trustees or otherwise, and by or through trustees, agents, sub-contractors or otherwise, and either alone or in conjunction with others.
24. To amalgamate with or enter into partnership or any joint purpose or profit sharing arrangements with or co-operate with or subsidize or assist in any way any company, firm or person.



25. To take part in the formation, management, supervision or control of the business or operations of any company or undertaking and for that purpose to act as administrators managers, secretaries, receivers; or in any other capacity, and to appoint and remunerate any directors, administrators, managers or accountants or other experts or agents.
26. To exercise and enforce all rights and powers conferred by or incident to the ownership of any such shares stock obligations or securities including without prejudice to the generality of the foregoing all such powers of veto or control as may be conferred by virtue of the holding by the Company of some special proportion of the issued or nominal amount thereof and to provide managerial and other executive supervisory and consultant services for or in relation to any company in which the Company is interested upon such terms as may be thought fit.
27. To purchase, or otherwise acquire and undertake, the whole or any part of, or any interest in the business, goodwill, property, contracts, agreements,
- rights, privileges, effects and liabilities, or any other company, corporation, partnership body, persons or person carrying on, or having ceased to carry on, any business which the Company is authorized to carry on, or possessing property suitable for the purposes of the Company and upon such terms and subject to such stipulations and conditions and at or for such price or consideration (if any), in money, shares, money's worth, or otherwise as may be deemed advisable.
28. To buy, purchase, sell, lease, take on lease, exchange or otherwise acquire lands, buildings and hereditaments of any tenure or description in India or elsewhere whether for residential, business, manufacturing or other purposes, and any rights, easements, advantages and privileges relating thereto and either for investment or resale or for trafficking in the same and to turn the same into account as may seem expedient, and to construct, alter, improve, decorate, develop, furnish and maintain offices, flats, houses, factories, warehouses, go-downs, shops, buildings and other structures, works and conveniences of all kinds on any of the lands or immoveable properties purchased or acquired by the Company and to lease, sell, deal in or to otherwise dispose of the same.



29. To sell, dispose of transfer the business, property and undertaking of the Company or any part thereof for any consideration which the Company may deem fit to accept and in particular for shares, debentures, debenture stock, bonds or securities of any other company having objects altogether or in part similar to those of this Company, to promote any other company or companies for the purpose of its or their acquiring all or any of the properties, rights or liabilities of this Company or for any other purpose which may seem to benefit this Company.
30. To place in reserve or to distribute as dividend or bonus among the members, or otherwise to apply as the Company may from time to time think fit, any moneys received by way of premium on shares or debentures issued at a premium by the Company, and any moneys received in respect of dividends accrued on forfeited shares and moneys arising from the sale by the Company of forfeited shares or from unclaimed dividends.
31. To manufacture and deal in metals, substances and materials of all kinds (including glass) which may be usefully or conveniently employed in the manufacture of receivers for compressed or liquefied or other gases and to deal in all machinery, appliances, tools, articles and things used or capable of being used for closing or in the manufacture of appliances for closing such receivers or for closing or stoppering bottles or for liberating the gases or other contents of any such receivers or the tools required for or used in the manufacture of any such articles or things or for any of the purposes aforesaid.

IV. *The liability of the members is limited and this liability is limited to the amount unpaid on shares held by them

- V. The share capital of the Company is Rs.3,00,00,000/- (Rupees Three Crores) divided into 15,00,000/- (Fifteen Lac) Equity Shares of Rs. 10/- (Rupees Ten) each and 15,00,000 (Fifteen Lac) Unclassified Shares of Rs.10/- (Rupees Ten) each, which Unclassified Shares may be issued as Equity and / or Preference Shares, as the Company in General Meeting may determine in accordance with the law for the time being in force relating to Companies, subject to be increased or reduced in accordance with the Regulations of the Company and the Legislative provisions for the time being in force in this behalf and with power to divide the shares in the capital for the time being into equity share capita and Preference share capital and to attach thereto respectively any preferential , qualified or special rights, privileges (or conditions. The rights of the holders of any class of shares for the time being forming part of the capital of the Company may be modified, affected, abrogated varied, extended or surrendered in accordance with the relevant article of the Articles of Association of the Company for the time being in force in that behalf.

*Amended by Special resolution passed through Postal Ballot (Including Electronic Voting) dated 04th August, 2018



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

Names, addresses, descriptions and occupations of subscribers	Number of shares taken by each Subscriber	Signatures addresses' descriptions and occupations of Witnesses
BABUBHAI M. CHINAI Industrialist, St. James' Court, Netaji Subhas Rd, Bombay - 1	50 (Equity)	
S.R. VAKIL, Solicitor, 51, Mahatma Gandhi Rd, Bombay - 1	50 (Equity)	
Mrs. K.M.RUIA, Industrialist, 96, Nepean Sea Road, Bombay - 1	50 (Equity)	
SHRIYANS PRASAD JAIN Industrialist , "SikharKunj" Carmichael Road, Bombay - 26	50 (Equity)	J.N.VYAS, Solicitor, High Court, Bombay.
A.H.BHIWANDIWALA, 583, Chira Bazar, Bombay - 2	50 (Equity)	
KAMALNAYAN J. BAJAJ, Industrialist, 51, Mahatma Gandhi Rd, Bombay - 1	50 (Equity)	
LALITKUMAR M. KHATAU, Industrialist, Wilderness Road, Bombay	50 (Equity)	

