

December 06, 2019

To,
The General Manager,
Department of Corporate Services,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai – 400 001.

HLE
GLASCOAT

Scrip Code: 522215

Dear Sir/ Ma'am,

SUB: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Change in the Name of the Company and alteration of Memorandum of Association of the Company

REF.: Composite Scheme of Arrangement involving Demerger and Transfer of the Operating Business of HLE Engineers Private Limited to Swiss Glascoat Equipments Limited and Amalgamation of Yashashvi Agrochemical Private Limited with HLE Engineers Private Limited and their respective Shareholders and Creditors ('Scheme') as sanctioned by the Hon'ble National Company Law Tribunal, Ahmedabad Bench ("NCLT") vide its order dated October 24, 2019 ("Scheme")

With respect to the captioned subject, we would like to inform that pursuant to the Scheme becoming effective -

1. The Name of the Company has changed from Swiss Glascoat Equipments Limited to "HLE Glascoat Limited" pursuant to fresh certificate of incorporation consequent upon change of name issued by the Registrar of Companies, Ahmedabad dated December 5, 2019;
2. The Memorandum of Association of the Company is amended to give effect to the change of name, alteration of objects clause and capital clause in terms of the Scheme. The copy of amended Memorandum of Association of the Company is annexed herewith.

You are requested to kindly take the same on record and disseminate.

Thanking You,

For, HLE Glascoat Limited



Dhwani Shah
Company Secretary & Compliance Officer

Place: V. U. Nagar

HLE Glascoat Ltd.

(formerly known as Swiss Glascoat Equipments Limited)

Registered Office: H-106, Phase IV GIDC, Vitthal Udyognagar, Anand – 388121,
Gujarat, India

Phone : +91-2692-236842 to 45 | Fax No.:+91-2692-236841

Email : share@glascoat.com

CIN: 26100GJ1991PLC016173



सत्यमेव जयते

GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies

Certificate of Incorporation pursuant to change of name
[Pursuant to rule 29 of the Companies (Incorporation) Rules, 2014]

Corporate Identification Number (CIN):



Registrar of Companies

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





सत्यमेव जयते
GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies
RoC Bhavan, Opp Rupal Park Society Behind Ankur Bus Stop, Ahmedabad, Gujarat, India, 380013

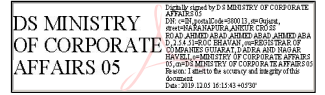
Certificate of Incorporation pursuant to change of name
[Pursuant to rule 29 of the Companies (Incorporation) Rules, 2014]

Corporate Identification Number (CIN): L26100GJ1991PLC016173

I hereby certify that the name of the company has been changed from SWISS GLASCOAT EQUIPMENTS LIMITED to HLE GLASCOAT LIMITED with effect from the date of this certificate and that the company is limited by shares.

Company was originally incorporated with the name SHRI GLASTEEL EQUIPMENTS LIMITED.

Given under my hand at Ahmedabad this Fifth day of December two thousand nineteen.



MANOJA KUMAR SAHU

Registrar of Companies

RoC - Ahmedabad

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

HLE GLASCOAT LIMITED

H-106 GIDC ESTATE,, VITHAL UDYOGNAGAR, GUJARAT, Gujarat, India, 388121





Company No. 16173

**FRESH CERTIFICATE OF INCORPORATION CONSEQUENT ON
CHANGE OF NAME**

IN THE OFFICE OF THE REGISTRAR OF COMPANIES,
[under The Companies Act, 1956 (1 of 1956)]

IN THE MATTER OF SHRI GLASTEEL EQUIPMENTS LIMITED.

I hereby certify that SHRI GLASTEEL EQUIPMENTS LIMITED which was originally incorporated on 26th day of August, 1991 under The Companies Act, 1956 and under the name SHRI GLASTEEL EQUIPMENTS LIMITED having duly passed the necessary resolution in terms of section 21/31/44 of The Companies Act, 1956 and the approval of the Central Government signified in writing having been accorded thereto in the Ministry of Law, Justice and Company Affairs, Department of Company Affairs (Company Law Board on vide letter No. 16173 Dated 03-03/1992 the name of the said Company is this day changed to SWISS GLASCOAT EQUIPMENTS LIMITED and this certificate is issued pursuant to Section 23(1) of the said Act.

Given under my hand at AHMEDABAD this 3rd day of MARCH, 1992. (One Thousand Nine Hundred NINETY TWO.)



Sd/-

(S. K. RAVI)

Registrar of Companies

GUJARAT

Dadra and Nagar Haveli



FORM I. R.

CERTIFICATE OF INCORPORATION

No. 04-16173 of 1991-92

I hereby certify that
SHRI GLASTEEL EQUIPMENTS LIMITED is this
day incorporated under the Companies Act, 1956 (No.
1 of 1956) and that the Company is Limited.

Given under my hand at **AHMEDABAD** this
TWENTYSIXTH day of **AUGUST**, One Thousand Nine
Hundred and **NINETYONE**.



Sd/-

(S. K. RAVI)

Registrar of Companies

GUJARAT

Dadra and Nagar Haveli

No. 04-16173

CERTIFICATE FOR COMMENCEMENT OF BUSINESS

Pursuant to Section 149 (3) of the Companies Act, 1956

I hereby certify that the
SWISS GLASCOAT EQUIPMENTS LIMITED which
was incorporated under the Companies Act, 1956 (No.
1 of 1956) on the **Twentysixth** day of **August, 1991** and
which has this day filed a duly verified declaration in
the prescribed form that the conditions of Section
149(1)(a) to (d)/149(2)(a) to (c) of the said Act, have been
complied with, is entitled to commence business.

Given under my hand at **AHMEDABAD** this
FIFTH day of **MARCH**, One Thousand Nine Hundred
and **NINETYTWO**.



Sd/-
(S. K. RAVI)
Registrar of Companies
GUJARAT
Dadra and Nagar Haveli



सत्यमेव जयते

GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Registrar of companies, Ahmedabad
RoC Bhavan, Opp Rupal Park Society Behind Ankur Bus Stop, Ahmedabad, Gujarat, India, 380013

Corporate Identity Number: L26100GJ1991PLC016173

SECTION 13(1) OF THE COMPANIES ACT, 2013

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

The shareholders of M/s SWISS GLASCOAT EQUIPMENTS LIMITED having passed Special Resolution in the Annual/Extra Ordinary General Meeting held on 18-11-2019 altered the provisions of its Memorandum of Association with respect to its objects and complied with the Section 13(1) of the Companies Act, 2013.

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

Given under my hand at Ahmedabad this Fifth day of December Two thousand nineteen.



MANOJA KUMAR SAHU

Registrar of Companies
RoC - Ahmedabad

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

SWISS GLASCOAT EQUIPMENTS LIMITED

H-106 GIDC ESTATE,, VITHAL UDYOGNAGAR, GUJARAT, Gujarat, India,
388121



THE COMPANIES ACT, 2013
MEMORANDUM OF ASSOCIATION
OF
HLE GLASCOAT LIMITED
COMPANY LIMITED BY SHARES
(Incorporated under the Companies Act, 1956)

#I. The Name of the Company is “HLE GLASCOAT LIMITED”

II. The Registered Office of the Company will be situated in the “State of Gujarat”.

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 IS:

1. To carry on the business as manufacturers, manufacturer's representatives, producers, fabricators, repairers, insulators, traders, stockists, suppliers, exporters, importers, factors, agents and distributors of all classes, kinds, types, nature and description of glass-lined, exotic metals, equipment, tanks, trays, pipes and accessories, laboratory glass, equipment, plain sections, spacers, bands, Y pieces, T pieces, joint, glass, component, valves, glass tubes, reactors, reboilers, receivers, separators, measuring and feed vessels, glass made strirrers, agitators, glass machines and plants and machinery and domestic wares made of glass and components, spares and parts thereof for chemical, pharmaceutical, fertilizer and any other industries or for any commercial and domestic purpose/uses.
2. To carry on the business as manufacturers, processors, importers, exporters, dealers, sellers, buyers, consignors, consignees, agents, stockists, suppliers of all classes, kinds, types and nature of chemicals, dyes, pigments and auxiliaries, intermediates including but without limiting the generality of the foregoing, heavy chemicals, fine chemicals, organic and inorganic chemicals, pharmaceutical, agrochemicals, drug and medicinal chemicals, gum, allied chemicals and boiling agents for textiles, paints, cosmetics, pharmaceuticals, paper, processing, leather, metals, food pigments and

other industries made from whatever substances including minerals. *

3. To manufacture, produce, install, commission, operate, prepare, pay, import, buy, sell, supply, distribute or otherwise deal in all energy production and conversion activities in all its forms inclusive of but not restricted to various renewable sources like solar energy, wind energy, all forms of biomass, geothermal energy, hydel energy, tidal and wave energy as also effective and efficient utilization of conventional energy forms like coal, oil, gas, electricity and all equipment that may be associated with such energy related activities. *

[B] MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III(A) ARE:

- 1 To acquire and takeover any business or undertaking carried on, upon or in connection with/without any land or building which the Company may desire to acquire as aforesaid or become interested in and the whole or any of the assets and liabilities of such business or undertaking and to carry on the same or to dispose of remove or put an end thereto.
- 2 To acquire, purchase, start, run, erect and maintain lands, buildings, factories, foundries, workshops, mills, cold storage plants, equipment, machineries, plants and tools, industrial undertaking of any kind, warehouses, cellars, vaults, wagons, branch offices depots and show-rooms for the business of the Company.
- 3 To form, promote, subsidise, organise and assist or aid in forming promoting, subsidising, organising or aiding companies, syndicates and partnerships of all kinds for the purpose of acquiring and undertaking any properties and liabilities of this Company or for advancing directly the objects thereof, which this Company may think expedient.
- 4 To acquire from and/or give to any person, firm or body corporate incorporated whether in India or elsewhere, technical information, know-how, processes, engineering, manufacturing and operating data, plants, lay outs and blue prints useful for the design, erection and operation of plant required for any of the businesses of the Company and to acquire any grant or licences and other rights and benefits in the foregoing matters and things.
- 5 To pay to promoters such remuneration and fees and otherwise recompensate them for their time and for the service rendered by them.
- 6 To invest any moneys of the Company not immediately required for the purpose of its business in such investments or securities as may be thought expedient, including securities issued and/ or guaranteed by Central or State Government corporation, trusts and financial institutions.
- 7 To carry out in any part of the world all or any of the Company's objects as principal, agent, factor, trustee, contractor either alone or in conjunction with any other person, firm, association, corporate body, Municipality province, state or Government or colony or dependancy thereof.
- 8 To secure or discharge any debt or obligation of or binding on the Company in such manner as may be thought fit and in particular by mortgage, charges upon the undertaking and all or any of the assets and properties (present and future) and the uncalled capital of the Company or by the capital creation and issue on such terms as may be thought expedient of debentures, debenture-stock or other securities of any description or by the issue of share credited as fully or partly paid up.

- 9 To purchase or otherwise acquire, sell, dispose off, concerns and undertakings, mortgages, charges, annuities for certain period or on deferred basis, patents, licences, securities, concessions, policies, book debts and claims, any interest in real or personal property and any claims against such property or against any person or company.
- 10 To amalgamate, enter into partnership or into any arrangements for sharing profits or losses, union of interest, co-operation, joint ventures or reciprocal concessions with any person or company carrying on or engaged in or about to carry on or engage in or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company and to give or accept by way of consideration for any of the acts or things aforesaid or properties acquired, any shares, debentures, debenture-stock or securities that may be agreed upon and to hold and retain or sell, mortgage and deal with any shares, To negotiate, enter into agreements and contracts or collaborate with foreign companies, firms and individuals for getting or supplying and procuring financial or technical assistance, know-how in the marketing, importing and exporting of any of the products.
- 11 To negotiate, enter into agreements and contracts or collaborate with foreign companies, firms and individuals for getting or supplying and procuring financial or technical assistance, know-how in the marketing, importing and exporting of any of the products.
- 12 To become member of and to communicate with Chamber of Commerce and other mercantile and public bodies throughout the world and to advise on, concert, promote and support measures for the protection, advancement, growth of commerce and industry and for protection and welfare of persons, engaged therein.
- 13 To take or hold mortgages, liens and charges, to secure the payment of the purchase price or any unpaid balance of the purchase price of any part of the Company's property of whatsoever kind sold by the Company or any money due to the Company from the purchaser and others.
- 14 To contract with lease holders, borrowers, lenders, annuitants and other for the establishment, accumulation, provisions and payment of sinking funds, renewal funds, redemption funds and any other special funds and that either in consideration of lumpsum or of annual premium or otherwise and generally on such terms and conditions as may be arranged.
- 15 To undertake and execute any trust or discretion the undertaking whereof may seem desirable and the distribution amongst the beneficiaries, pensioners or other persons entitled to thereof, any income, capital, annuity or other sums of moneys or other properties whether periodically or otherwise and whether in moneys or in specie in furtherance at any trust, discretion or other obligation or permission.
- 16 To lend money to and guarantee the performance of the obligations of and the payment of interest on any stocks shares and securities of any company, firm or person in any case in which such loan or guarantee may be considered likely directly or indirectly further the objects of this Company and generally to give any guarantee whatsoever which may be deemed likely, directly or indirectly, to bank to benefit the Company or its members.
- 17 To train and get trained to and/or pay for training for the employees both present and future, for and in connection with the business of the Company.
- 18 To hold, administer sell, realise, invest, dispose off the moneys and properties, both real and personal and to carry on, sell, realise, dispose off and deal with any estate

of which the Company is executor or administrator or in any trust of which the Company is the Trustee or of which the Company is administrator or in any trust of which the Company is trustee or administrator, receiver, liquidator or agent.

- 19 To make deposit, enter into, recognised bonds and otherwise give security for the execution of the offices and performance of the duties of executors, administrators and trustees, receivers, liquidators and agents.
- 20 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.
- 21 To apply for tender, purchase or otherwise acquire any contracts, subcontracts, licences and concessions for or in relation to the objects or business herein mentioned or any of them and to undertake, execute, carry out, dispose off or otherwise turn to account the same.
- 22 To dedicate, present or otherwise dispose off either voluntarily or for value any property of the Company deemed to be of national, public or local interest to any national trust, public body, museum, corporation or authority or any trustees for or on behalf of the same or on behalf of the public.
- 23 To promote, assist or take part and appear or lead evidences before any commission, investigation, inquiry, trial or hearing whether public or private relating to matters connected with any trade business or industry.
- 24 To promote co-operation, hold conferences, organise and participate in meetings, maintain bureau, carry on correspondence, arrange discussions, symposiums and debates prepare statements, reports and articles relating to any and all matters of interest to the Company.
- 25 To acquire by purchase, lease, assignment or otherwise lands, tenements, buildings, basements, right and advantages of any kind whatsoever and to resell, mortgage and let on lease the same.
- 26 To sublet all or any of the works, contracts from time to time and upon such terms and conditions as may be thought expedient.
- 27 To form, manage, join or subscribe to any syndicate, pool or cartel for the business of the Subject to the provisions of the Companies Act, 1956 to distribute among the members in specie any property of the Company or any proceeds of sale or disposal of any property in the event of winding up.
- 28 Subject to the provisions of the Companies Act, 2013 to distribute among the members in specie any property of the Company or any proceeds of sale or disposal of any property in the event of winding up.
- 29 To enter into any arrangement with any Government or authority, supreme, municipal, local or otherwise or any person or company that may seem conducive to the Company's objects or any of them and to obtain from any such Government, authority, person or company any rights, privileges, charters, licences and concession which the Company may think fit and desirable to obtain and to carry out, exercise and comply therewith.
- 30 To apply for, promote and obtain any act, charter, order, regulation, privilege concession, licence or authorisation of any Government, State or municipality or any authority or any corporation or any public body which may be empowered to grant for enabling the Company to carry on its objects into effect or for extending

any of the powers of the Company or for affecting any modification of the Company's constitution or for any other purpose which may seem expedient and to oppose any bills, proceedings applications which may seem calculated directly or indirectly to prejudice the Company's interest and to appropriate any of the Company's shares, debentures, debenture-stock or other securities and assets to defray the necessary costs charges and expenses thereof.

- 31 To apply for, purchase or otherwise acquire, use, protect and renew in any part of the world any patents, patent rights, brevets d'invention, trade-marks designs, licences, copy rights, concessions and the like conferring any exclusive or non exclusive or limited right to their use or any secret or other information as to any invention, which may seem capable of being used for any of the purposes of the Company or 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, rights or information so acquired and to expend money in experimenting upon testing or improving any such patents inventions or rights.
- 32 To establish, provide, maintain, conduct or otherwise subsidise, assist research laboratories and experimental workshops for scientific and technical researches and experiments and to undertake and carry on the scientific and technical researches, experiments and tests of all kinds and to promote studies and research both scientific and technical, investigations and inventions by providing, subsidising, endowing or assisting laboratories, workshops, libraries, the remuneration of scientific or technical professors or teachers and by providing for the award of scholarships, prizes and grants to students or otherwise and generally to encourage, promote and reward studies, researches, investigations experiments, tests and inventions of any kind that may be considered likely to assist any of the businesses which the Company is authorised to carry on.
- 33 To make donations to such persons or institutions either of cash or any other assets as may be thought directly or indirectly conducive to any of Company's objects or otherwise and in particular to remunerate any person or corporation introducing business to this Company and also to subscribe contribute or otherwise assist or guarantee money for charitable, scientific, religious or benevolent, national, public, cultural, educational or other institutions or object or for any exhibitions for any public general or other objects.
- 34 To establish, aid, support or/and in the establishment and support or associations, institutions, funds, trusts, private or public, for the benefit of its employees or ex-employees, Directors, ex-Directors of the Company or its connections in business and for persons having dealing with the Company or the dependents, relatives or connections of such person and in particular friendly or other benefit societies and grant pensions, allowances, gratuities and bonuses either by way of annual payment or lumpsum and to make payment towards insurance and to form and contribute to provident and other benefit funds for such persons and to provide for the welfare of Directors, ex-Directors and employees and ex-employees of the Company and the wives, widows and families or the dependents or connections of such persons by building or contributing to the building of houses, dwellings of chawls or by grant of moneys, pensions, allowances, bonuses or other payments and to provide or subscribe or contribute towards places of instructions and recreations, hospitals, dispensaries, holiday-homes, medical and other attendance and other assistance as the Company shall think fit.
- 35 To refer or agree to refer any claims, demands, disputes or any other questions by or against the Company or in which the Company is interested or concerned and whether between the Company and the member or members or his or their representatives between the Company and third parties to arbitration in India or

any places outside India and to observe and perform awards made thereon and to do all acts, deeds, matters and things to carry out or enforce the awards, in accordance with the provisions of Indian Arbitration Act.

- 36 To pay all preliminary expenses of any company promoted by the Company or any company in which the Company is or may contemplate being interested and preliminary expenses may include all or any part of the costs and expenses of owners of any business or property acquired by the Company.
- 37 To enter into joint sector arrangements with any person, body or corporate entity whether in India or abroad for the business of the Company.
- 38 To pay, out of the funds of the Company, all expenses which the Company may lawfully pay with respect to the promotion formation and registration of the Company or the issue of capital including brokerage and commission for obtaining applications for taking, placing or underwriting of shares, debentures, debenture-stocks or other securities of the Company.
- 39 To pay for any rights or properties acquired by the Company and to pay to remunerate any person or company for services rendered or to be rendered in placing or assisting to place or guaranteeing the placing of shares in Company's capital or any debentures, debenture-stocks or other securities of the Company or in or about the formation or promotion of the Company or acquisition of properties by the Company for the purpose of the Company whether by cash payment or by the allotment of shares, debentures, debenture-stocks or other securities of the Company credited as paid-up in full or in part or otherwise as the case may be.
- 40 To open current or fix accounts with any bank, bankers, shroff or merchants and to pay into and draw money from such accounts and to draw, make endorse, discount and execute all types of negotiable instruments.
- 41 To insure the whole or any part of the property and personnel of the Company either fully or partially, to protect and indemnify any part or portion thereof either on mutual, principal or otherwise basis.
- 42 To employ experts to investigate and examine into conditions, value, character and circumstances of any business, concerns and undertakings having similar objects and generally of any assets properties or rights.
- 43 To carry on any branch of a business whether in India or outside India which this Company is authorised to carry on by means or through the agency of any subsidiary Company or companies and to enter into any arrangement with such subsidiary company for taking the profits and bearing the losses of any business or branch so carried on or for finance any such subsidiary, guaranteeing its liabilities or to make any other arrangement which deem desirable with reference to any business or branch so carried on including the power and provision at any time either temporarily or permanently to close any such branch or business.
- 44 To take part in the management, supervision, conduct and control of the business or operations of any company or undertaking having similar objects and for that purpose to appoint and remunerate the Directors, trustees, accountants or other experts, personnel or agent for any of such operations or purposes.
- 45 To purchase, take on lease or exchange, hire or otherwise acquire and dispose off any immovable or movable properties, real or personal of all kinds and of any rights or privileges which the Company may think necessary or convenient for the purpose of its business and either to retain the properties so acquired for the purpose of the Company's business or to turn the same to account as may seem expedient.

- 46 To accept as consideration for or in lieu of the whole or any part of the Company's properties either land or cash or Government security or securities guaranteed by Government or shares in joint stock companies or partly the one and partly the other and such other properties or securities as may be determined by the Company and to take back or acquire the properties so disposed off by repurchasing or taking lease the same at such price or prices and on such terms and conditions as may be agreed upon by the Company.
- 47 To let on lease or licence or on hire purchase or to lend any properties belonging to the Company and to finance for the purpose of any article or articles whether made by the Company or not by way of loans or by hire purchase system.
- 48 To sell, purchase, mortgage, grants, easements, and other rights over and in any other manner deal with the undertakings, properties, assets, both movable and immovable, rights, effects of the Company or any part thereof whether real or personal for such consideration as the Company may think fit and in particular for shares, debentures, debenture-stock, securities of any other company whether or not having objects all together or in part similar to those of the Company and to make advances upon the security of land and/or buildings and/or other properties movable and/or any interest therein.
- 49 To vest any movable or immovable properties, rights or interest acquired by or belonging to the Company in any person or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.
- 50 To undertake and execute any contracts for works for the business of the Company.
- 51 To create any depreciation fund, reserve fund, sinking fund, insurance fund or any other special fund whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company or for redemption of debentures or redeemable preference shares or any other purpose whatsoever conducive to the interest of the Company.
- 52 To accept donations, gifts with such conditions, restrictions, obligations, stipulations and liabilities provided that such receipts are not derogative to any objects of the Company.
- 53 To alienate, transfer, gift, donate, settle, any property of the Company with or without consideration to any person including any trust whether public or private, discretionary or specific either by revocable or irrevocable transfer or settlement and upon such terms and conditions as the Company may deem fit.
- 54 To explore, examine, investigate, test, make, experiment, obtain report, opinion of experts, certificates, analysis, surveys, plans, descriptions and information in relation to any property or right which the Company may acquire or become interested in or may propose to acquire or with the view of discovering properties or rights which Company may acquire or become interested in and to engage, employ, pay fees to retain the services of and send to any part of the world agents, explorers, technical experts, engineers, lawyers and counsels.
- 55 To adopt such means of making known the business/activities of the Company as may seem expedient and in particular by advertising in the press, by circulars, by purchase and exhibition of works or art or interest, by publications of books and periodicals and by granting prizes, rewards and donations.
- 56 To undertake, carry out, promote, sponsor, contribute or assist in any activity, project for rural development including any programme for promoting the social and

economic welfare of or the upliftment of the people in rural areas irrespective whether the Company has any business dealings in such areas or not and to incur any expenditure or use any of the assets and facilities of the Company on any programme or project or activity or rural development and to assist execution and promotion thereof either directly or in association with any other company or person or organisation or through an independent agency or in any manner as the Company may deem fit in order to implement any of the projects or programmes or activities of rural development, to transfer without consideration or at such fair or concessional value and divert the ownership of the properties of the Company to or in favour of any public or local body, authority, Central or State Government or any public institution or trust or fund.

- 57 To raise or borrow money from time to time for any of the purposes and objects of the Company by receiving advances of any sum or sums with or without security upon such terms as the Directors may deem expedient and in particular by taking deposits from or open current accounts with any individual or firms including the agents of the Company, whether with or without giving the security or by mortgaging or selling or receiving advances on the sale of any lands, buildings, machineries, goods or other properties of the Company or by the issue of the debentures or debenture-stocks, perpetual or otherwise, charged upon all or any of the Company's properties (both present and future) including its uncalled capital or by such other means as Directors may in their absolute discretion deem expedient.
- 58 Subject to Section 73 of the Companies Act, 2013 and Rules and thereunder and directions issued by Reserve Bank of India, to borrow, raise or secure the payment of money to or receive money and deposit as time deposit or otherwise at interest for any purpose of the Company and at such time or times and in such manner as may be thought fit and in particular by the creation and issue of the debentures or debenture-stocks, bonds, shares, credited as fully or partly paid up, obligations, mortgages, charges and securities of all kinds, either perpetual or otherwise either redeemable annuities in as and by way of securities for any such money so borrowed, raise or received or of any such debentures, debenture-stocks, bonds, obligations, mortgages, charges and securities of all kinds, either so issued to mortgages, pledge or charge the undertaking or whole or any part of the properties, rights, assets or revenue and profits of the Company, present or future, including its uncalled capital or otherwise howsoever by trust, special assignment or otherwise or to transfer or convey the same absolutely or in trust and give the lenders powers, as may seem expedient and to purchase, redeem or pay off any such securities. The Company shall not carry on business of Banking as defined by the Banking Regulations Act, 1949.
- 59 To indemnify members, officers, directors, agents and employees of the Company against proceedings, cost, damages, claims and demands in respect of anything done or ordered to be done by them for and in the interest of the Company or any loss, damage or misfortune whatsoever which shall happen in the execution of the duties of their offices or in relation thereto.

@IV. The liability of the members is limited and this liability is limited to the amount unpaid, if any, on shares held by them.

#V. The Authorized Share Capital of the Company is Rs.20,60,00,000 (Rupees Twenty Crores Sixty Lakhs only) divided into 1,80,00,000 (One Crores Eighty Lakhs) equity shares of Rs.10/- each and 26,00,000 (Twenty Six Lakhs) preference shares of Rs.10/- each with power to increase or reduce the capital of the Company and to divide the shares in the capital for the

time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions, as may be determined, and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the Articles of Association of the Company.

- # amended pursuant to the certified order of the Hon'ble National Company Law Tribunal, Ahmedabad Bench, dated 24.10.2019 approving the Composite Scheme Arrangement involving Demerger and transfer of the Operating Business of HLE Engineers Private Limited to Swiss Glascoat Equipments Limited and Amalgamation of Yashashvi Agrochemical Private Limited with HLE Engineers Private Limited and their respective shareholders and creditors (**'Scheme'**).
- * inserted pursuant to the certified order of the Hon'ble National Company Law Tribunal, Ahmedabad Bench, dated 24.10.2019 approving the Composite Scheme Arrangement involving Demerger and transfer of the Operating Business of HLE Engineers Private Limited to Swiss Glascoat Equipments Limited and Amalgamation of Yashashvi Agrochemical Private Limited with HLE Engineers Private Limited and their respective shareholders and creditors (**'Scheme'**).
- @ inserted vide resolution passed at the Annual General Meeting of the Company held on 28th August, 2017.

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

Sr. No.	Names, Addresses, Descriptions, Occupations and Signature of the Subscribers	Number of Equity Shares taken by each Subscriber	Name, Address, Signature, Description and Occupation of the Common Witness
1.	Sudarsan P. Amin Son of Pursottamdas Amin 1, Patel Society, Mota Bazar, Vallabh Vidyanagar-388 120. Industrialist Sd/-	100 (One Hundred)	
2.	Shashikant P. Patel Son of Pursottamdas J. Patel Kartikey, Near Railway Station, Vallabh Vidyanagar-388 120. Industrialist Sd/-	100 (One Hundred)	Common Witness To All Subscribers Kamlesh B. Lakdawala
3.	Kirit A. Patel Son of Ambalal Patel J. K. House, Near Old Water Tank, Vallabh Vidyanagar. Businessman Sd/-	100 (One Hundred)	Son of Balgovinddas M. Lakdawala 2nd Floor, Bawaji Niwas, May Fair Road, Anand-388 001.
4.	Paresh S. Shah Son of Sumanbhai Shah "Suvij", 35, Vishwas Colony, R. C. Dutt Road, Baroda. Business Sd/-	100 (One Hundred)	Chartered Accountant Sd/-
5.	Nainesh P. Amin Son of Pursottamdas Amin 1, Patel Society, Mota Bazar, Vallabh Vidyanagar-388 120. Business Sd/-	100 (One Hundred)	
6.	Naishadh N. Patel Son of Naginbhai N. Patel 6, Arya Nagar Society, Dairy Road, Anand-1. Industrialist Sd/-	100 (One Hundred)	
7.	Ambalal Prabhudas Patel Son of Prabhudas Patel A/43, Nil Kamal Society, Vallabh Vidyanagar-388120. Business Sd/-	100 (One Hundred)	
	Total	700 (Seven Hundred)	

Place : **VITHAL UDYOGNAGAR, VALLABH VIDYANAGAR** Dated this **22nd** day of **July, 1991.**

Date & Time of Download : 06/12/2019 17:34:36

BSE ACKNOWLEDGEMENT

Acknowledgement Number	1270511
Date and Time of Submission	12/6/2019 5:34:26 PM
Scripcode and Company Name	522215 - SWISS GLASCOAT EQUIPMENTS LTD.
Subject / Compliance Regulation	Announcement under Regulation 30 (LODR)-Change of Company Name
Submitted By	DHWANI SHAH
Designation	Company Secretary & Compliance Officer

Disclaimer : - Contents of filings has not been verified at the time of submission.