

MEMORANDUM OF ASSOCIATION OF TANFAC INDUSTRIES LIMITED

- I.** The name of the Company is **TANFAC INDUSTRIES LIMITED**.
- II.** The Registered Office of the Company will be situated in the State of Tamil Nadu.
- III.** (A) The Main Objects of the Company to be pursued on its Incorporation are:-
 - (1)** To start and carry on the business of manufacturing, marketing and otherwise dealing in aluminium fluorides and hydrofluoric acid and other fluorine chemicals.
 - (2)** To carry on the manufacture of aqueous and anhydrous hydrofluoric acid and business of processing by-products from fertiliser works like sodium silico fluoride for the manufacture of hydro fluoro silicic acid, silicon, tetra fluoride and other fluorine chemicals.
 - (3)** To manufacture and market fluoro carbons, halo fluorocarbons and hydro halofluoro carbons, fluorine-containing polymers and fluoro acids.
 - (4)** To carry on the business of manufacturing, marketing and otherwise dealing in sodium aluminium fluoride, sodium fluoride, hydrofluoric acid and other fluorine chemicals.
 - (5).** (a) To carry on the business of manufacturers of basic drugs, analytical chemists, druggists, drysalters and manufacturers, importers, repackers of and dealers in pharmaceutical, medicinal, chemicals, biological, biochemical, electrolytic drugs, fine chemicals, ingredients, products and compounds and to manufacture bulk drugs and drug intermediates including fluorine based chemicals and its derivatives.
 - (b)** To manufacture, prepare, import, export, buy, sell, supply, distribute, store, stock, maintain and otherwise handle, deal in and carry on business in all kinds and varieties of patent and non-patent medicines, drugs, mixtures, formulations, capsules, tablets, pills, powders, pharmaceutical, chemical, medical and medicinal products, preparations and materials, sterilized injections, vaccines, immunogens, phylacogens, chemicals and surgical dressings.
 - (c)** To acquire and take over as a going concern the business engaged in carrying out the activities and objects, all or any objects stated in preceding sub-clause (a) and or (b) and take over any assets or part of the assets or manufacturing units such as land, building, plant & machinery, furniture and fittings of such business concerns.
 - (6).** (a) To acquire by purchase, lease, exchange or otherwise dominion, over all forms of movable or immovable property or assets of all and every kind of description and to lease, let on hire or otherwise deal with them in any manner whatsoever including

resale thereof, regardless of whether the property purchased and leased be new and/or used.

- (b) To carry on the business of leasing all types of industrial and official plant, equipment, machinery, vehicles, buildings and real estate including those required for manufacturing, processing, transportation and trading business and other commercial and service business.
- (7).
- (a) To carry on the business of manufacturing, processing, trading, dealer, export, import, in all types of Agro Products including mushrooms, food products, fruit products and their by products.
 - (b) To establish farms, cultivate lands, develop properties and generally carry on agricultural and horticultural operations including tissue culture, sericulture, aqua culture and any other agro business based on newly developed technologies including biotechnology, beneficial to the Company.
 - (c) To carry on the trade on business of canning, preserving, refining, preparing and dealing in aforesaid products.
- (8) To carry on the business of manufacturing, processing, trading, dealing, exporting, importing in all types of Silicones – Monomers, Polymers, Rubbers, fluids and its associated compounds.
- (9) To carry on the business of manufacturing, processing, trading, dealing, exporting, importing in all types of Pesticides, fungicides and its associated compounds.

III. (B) The Objects incidental or ancillary to the attainment of the above main objects are:

- (10) To carry on the business of manufacturing and marketing of raw materials and intermediary chemicals used in the manufacture of fluorine chemicals like fluorspar, cryolite, fluorapatite, sulphuric acid, hydrochloric acid and nitric acid, caustic soda and aluminium hydroxide and alumina.
- (11) To carry on the business of importing, beneficiating, purifying and dealing in raw materials for the manufacture of fluorspar of all grades, cryolite, fluosparite, sulphuric acid, aluminium hydroxide, alumina, caustic soda and potash.
- (12) To manufacture fluorine, lithium fluoride, potassium bi-fluoride, boron trifluoride, fluoroboric acid, fluoroborates, antimony and sulphur fluorides, halogen fluorides and uranium fluorides.
- (13) To buy, sell, import, export or process all kinds of fluorine chemicals.
- (14) To acquire by purchase, grant, concession, lease or otherwise, rights or privileges over lands situated in India having deposits of cryolite, fluorspar and other substances either for use in the industry or for sale.
- (15) To own, instal, operate, maintain and modify fluorine chemical manufacturing plants.

- (16) To mine, quarry and deal in all kinds of varieties of minerals and intermediates for the hydrofluoric acid industry.
- (17) To acquire patents, licences, basic engineering, detailed engineering and know-how for the manufacture of aluminium fluoride, hydrofluoric acid and other organic and inorganic fluorine compounds.
- (18) To apply for tender, purchase or otherwise acquire any contracts, sub-contracts, licences and concessions for or in relation to office or business herein mentioned and to undertake, execute, carry out, dispose of or otherwise turn to account the same.
- (19). (a) To acquire or construct buildings, set up and provide establishments for repairing plants for the manufacture of aluminium fluoride, hydrofluoric acid, sulphuric acid and fluorine chemicals, for the training of personnel required for the operation and maintenance of the above mentioned plants and for doing all such other things as are conducive to the attainment of the foregoing main objects.
- (b) To enter into partnership or into any arrangements for sharing profits, amalgamation, union of interests, co-operation, joint adventure, reciprocal concession or otherwise with any person, firm or company carrying on or engaged in, or about to carry on or engage in any business or transaction which this company is authorised to carry on or engage in, or any business undertaking or transaction which may seem capable of being carried on and conducted so as directly or indirectly to benefit the Company; and to lend money to guarantee the contracts or otherwise assist any such person, firm or company, and to place, take or otherwise acquire and hold shares or securities of any such person, firm or company, and to sell, hold, reissue, with or without guarantee or otherwise deal with the same.
- (c) To amalgamate with any company or companies having objects altogether on in part similar to those of this Company.
- (d) To purchase or otherwise acquire in India or elsewhere any property for the benefit or use of the Company.
- (e) To provide for the welfare of the employees or ex-employees of the Company and the wives, widows and families or dependants or connections of such persons, by building or contributing to the building of houses, dwellings or chawls, or by grants of money, pensions, allowances, bonus or other payments; or by creating and from time to time subscribing or contributing to the provident and other associations, institutions, funds or trusts, and by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and other attendance and other assistance as the Company shall think fit; and to subscribe or contribute or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national or other institutions or objects, which shall have any moral or other than claim to support or aid by the Company, either by reason of locality of operation or of public and general utility or otherwise.
- (f) To acquire land by purchase or otherwise and to cultivate, turn to account, work, manage, improve and to carry on agricultural operations and to obtain concessions, subsidies etc. for such cultivation, and to deal in agricultural produce.

- (20) To draw, make, accept, endorse, execute, issue and negotiate bills of exchange, promissory notes, cheques, drafts, hundies and other instruments of every description.
- (21) To issue debentures, debenture stocks, to grant and issue letters of credit, circular notes, bills, drafts, and other instruments and securities, whether payable to bearer or otherwise and to make the same or any of them assignable free from equities.
- (22) To receive money on loan or deposit, at interest or otherwise and to lend and advance money with or without security to such persons and companies and on such terms as may seem expedient. However, the Company shall not do the business of banking as defined in the Banking Regulation Act, 1949.
- (23) To lay out, advance, invest and deal with the Company's moneys to such person or company and in or upon such investments or securities and generally in such manner as may from time to time be determined.
- (24) To give donations or subscriptions to any religious, charitable or social institutions or to give any charity incidental or conducive to any business that may be carried on by the Company.
- (25) To take part in management, supervision or control of the business or operation of any company or undertaking and for that purpose, to appoint and remunerate any directors, accountants or other experts or officers.
- (26) To sell, exchange, mortgage (with or without power of sale) assign, lease, sublet and generally otherwise deal with the whole or any part of the business, estate, property or undertaking of the Company, as a going concern to any person or persons, association or associations or otherwise for such consideration as the Company may think fit, either for cash or for shares, debentures or securities for any other company having objects altogether or in part, similar to the objects of this Company and to hold or distribute among the members in specie or otherwise the whole or part of the consideration for such sale or amalgamation with any person, company or association.
- (27) To establish or aid in the establishment of associations, institutions, funds, trusts and charities and other conveniences intended to benefit employees or ex-employees of the Company or their dependents and to grant pensions or allowances and generally to subscribe money for any public, general or useful objects.
- (28) To pay all or any expenses incurred in connection with the promotion, formation and incorporation of the company or to contract with any person, firm or company to pay the same and to pay commission to brokers and others for underwriting, placing, selling or guaranteeing the subscription of any shares, debentures, debenture stock or securities of this Company.
- (29) To insure with any person, firm, association or Company against losses, damages, risks and liabilities of any kind which may affect the Company either wholly or partially and if thought fit, to effect any such insurance by joining or becoming a member of any mutual insurance protection or indemnity association, federation or society and to accept any such insurance for any part thereof for the account of the Company.

- (30) To pay all costs, charges and expenses incurred or sustained in or about the promotion and establishment of the Company or which the Company shall consider to be in the nature of preliminary expenses including therein the cost of advertising, commission and brokerage, for placing or assisting to place shares or debentures, brokerage, printing and stationery and expenses attendant upon the formation of agencies.
- (31) To invest and deal with moneys of the Company, not immediately required, in such manner as may, from time to time, be determined and to vary such investments.
- (32) To open current or deposit account with any bank or bankers, shroff or merchant and to pay into and draw money from such accounts.
- (33) To merchandise and to distribute, sell or otherwise dispose of the goods, products or articles, manufactured or owned by the Company and to establish agencies and to open branches or sales depots therefor.
- (34) To institute, conduct, defend, compound any legal proceedings by or against the Company or its officers or otherwise concerning the affairs of the Company and to pay, satisfy or compromise any claim made against the Company or any of its officers notwithstanding that the claim may not be valid at law.
- (35) To oppose by lawful means any legislative measures, bills or other applications which could or might, if passed, adversely affect the interests of the Company.
- (36) To take or otherwise acquire and hold shares in any other company having objects altogether or in part similar to those of the Company or carrying on any business capable of being conducted so as directly or indirectly to benefit this Company.
- (37) To enter into any contract, agreement, arrangements or other dealings in the nature of technical collaboration or consultancy or otherwise, which may seem profitable to the Company or render profitable any of the objects of this Company.
- (38) To carry on research and development connected with fluorine chemicals.

III. (C) The other objects for which the Company is established are:

- (39) To design and fabricate plant, equipment, accessories and spares required for the fluorine chemical industry.
- (40) To buy, sell, import, export, prepare for market and deal in merchandise of all kinds and generally to carry on business as traders, importers and exporters.
- (41) To carry on the business of manufacturing of and dealers in chemicals, pharmaceuticals, insecticides and dyes.
- (42) To establish auxiliary units for the manufacture of gypsum-based chemicals and other by-products from waste materials connected with the Company's operations.
- (43) To conduct business in raw materials, intermediates and finished products and carry out pilot plant operations with a view to develop commercial processes.

- (44) To carry on any other business which can be conveniently carried on consistent with the main objectives of the Company and calculated to enhance the value of the Company's property and rights.
- (45). (a) To carry on the business of manufacturing, processing, trading, dealer, export, import, in all types of Agro products including mushrooms, food products, fruit products and their byproducts.
- (b) To establish farms, cultivate lands, develop properties and generally carry on agricultural and horticultural operations including Tissue Culture, Sericulture, Aqua Culture and any other agro business based on newly developed technologies including Biotechnology, beneficial to the Company.
- (c) To carry on the trade or business of canning, preserving refining, preparing and dealing in aforesaid products.

IV. The liability of the members is limited.

V. *The authorized Share Capital of the Company is Rs.35,00,00,000/- divided into 10,00,000 - 11% (Redeemable Cumulative Preference Shares of Rs.100/- each and 5,00,00,000 Equity Shares of Rs.5/- each with the power of the Company to increase or reduce from time to time its capital and to issue any shares in the equity capital and attach to any class of such shares any preference, right, privileges or privileges or priorities in payment of dividend or distribution of assets or other matter or to subject the same to any restriction limitation or conditions and to vary regulation of the company as may be necessary to give effect to the same

**Amended vide Ordinary Resolution passed by the members of the Company at the Extra-Ordinary General Meeting held on February 23rd, 2026.*

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.

Sl. No	Name of subscribers and their signatures	Occupation, address and description of subscribers	Number of Equity Shares taken by each subscriber	Witness
1.	Sd/- L. Narayanan Chettiar S/o Shri Lakshman Chettiar	Industrialist "Visalakshi" MADURAI – 625002	101 One Hundred and One	Sd/- S.Hari, S/o Shri S. Alavandar Asst. Secretary, TIDCO, 150-A Anna Road, MADRAS – 600002. Sd/-K.R.Ganesan, S/o Shri Karuppiyah Pillai, Company Executive, 9/3 New Colony, MADURAI – 625002.
2.	Sd/- Saraswathi Narayanan W/o Shri L.Narayanan Chettiar	Business "Visalakshi" MADURAI – 625002	101 One Hundred and One	
3.	Sd/- A.K.Rajagopalan S/o Shri Krishnaswami	Journalist 29, West Sandai, Pettai Street MADURAI – 625002	11 Eleven	
4.	Sd/- T.N.Krishnamoorthy S/o Shri Narasimha	Merchant 50 Mahal 6 th Street MADURAI – 625002	11 Eleven	
5.	Sd/-G. Dwarakanathan, I.A.& A.S. S/o Shri M. Gopal	24, Chandrabaugh Avenue MADURAI – 625002	1 One	
6.	Sd/-C.Ramachandran, I.A.S S/o Shri K. Raman Nair	811, Anna Nagar MADRAS – 600040	1 One	
7.	Sd/- T.S.Vijayaraghavan I.A.S. S/o T.Sundararaghvan	"Cauvery" Valmiki Street MADRAS – 600041	1 One	
		Total Shares Taken	227	

Madras dated the Fifteenth day of December, 1972.