

2020

THE COMPANIES ACT, 1913
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION

OF

THE IBN SINA PHARMACEUTICAL INDUSTRY LTD

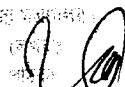

- (I) The name of the company is "THE IBN SINA PHARMACEUTICAL INDUSTRY LTD".
(II) The Registered Office of the company shall be situated in Bangladesh.
(III) The object for which the company is established is to carry on all or any of the following business or function within the country and also with any friendly/brotherly country of Bangladesh all over the world:
1. To manufacture all types of Drugs and Medicines, Biological and Non-Biological, Allopathia, Ayurvedic, Homeopathic Hekimi and Indigenous in all forms, such as tablets, capsules, powders, liquids, syrups, injections, creams, ointments etc.
 2. To set up Pharmaceutical Laboratories, Research Centre or Workshop and Organisation and to work as pharmaceuticals, cosmetics and chemical manufacturers.
 3. To carry on the business of Manufacturers and dealers of containers such as bottles and phials for bottling Medicines of various kinds, glass, ampules for filling in injections and medicines, test tubes, lactometer, Hydrometer, Thermometer, Barometer Surgical and medical instruments of all types cartons, card boards and card boards packages and boxes etc. including metal and plastic containers.
 4. To carry on business as manufacturing, dispensing and analytical chemists and druggists together with all or any of the trades or business usually carried on in connection therewith and to manufacture, import, export, produce, prepare, refine, sell, manipulate and deal in all kinds of salts, acids, alkalis, drugs, medicines, medicaments, herbs, pharmaceutical, chemical and surgical materials, instruments and appliance, patent and proprietary articles, perfumes, scents, face powders, face creams, cosmetics, soaps, toilet requisites, preparations, and articles, scientific, surgical and dental and optical instruments and other goods, articles accessories and things of any description

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and to employ properly qualified persons to act on the company's behalf as pharmaceutical and analytical chemists and as advising chemists in any manner in which such persons might act if he or they were carrying upon his or their own behalf any of the business of the company.

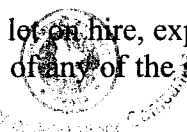
5. To carry on the business of exporters, manufacturers, merchants, suppliers, distributors, and vendors to chemist, druggist, and the medical, surgical and veterinary professions and to scientific and other institutions, agents for and dealers in medicinal, medical and veterinary preparations and scientific instruments, apparatus and accessories and materials of all kinds, merchants, growers of and dealers in farm produce of every kind animal fodder, forage, meal and flour merchants, dealers in farm and agricultural requisites and suppliers of every description, cattle food, oil cake, feeding stuffs, and patented and other specialities in the manufacture of with chemical or pharmaceutical products of any kind are used, manufacturer of and dealers in foods, grits drugs, medicines tonics and salts for animals poultry and live stock of- every description and appliances, equipments and suppliers of all kinds required for use in connection with breeding, maintenance of and upkeep of animals, poultry and other live stock.
6. To carry on business as importers, exporters, manufacturers, merchants, agents for and dealers in industrial and household preparations, all kinds of merchandise, goods, commodities, materials and produce of every description (whether manufactured, partly manufactured or otherwise) and to act as agents for manufactures, merchants, traders and others for the purchase, disposal and sale of all kinds of merchandise, goods, commodities, materials and produce whatsoever and generally to undertake and carry out agency work of any kind in any part of the world; and to carry on financial, commercial, trading and industrial undertakings of every description.
7. To manufacture, buy, sell and deal in mineral water, cordials, soups, broths and other restorative or foods, especially those suitable or deemed to be suitable for infants, invalids and convalescents.
8. To assist, promote, establish and contribute to manage, control or support sick funds and any associations or institutions for providing, upon any terms or conditions, medicines, drugs, medical and surgical preparations and apparatus and restoratives or foods aforesaid during sickness or illness.
9. To carry on the business of manufacturers and deal in anatomical orthopaedic and surgical appliances, aids and requirements of all kinds, manufacturers and suppliers and dealers in all requisites for hospitals, patients and invalids and the businesses of nurserymen, market, gardeners horticulturists, collectors of flowers and perfume producing vegetation, farmers, dairymen, poultry and live stock dealers, manufactures, refiners and extractors of and dealers in oil and oleaginous and saponaceous substances and of all kinds of anguents and ingredients oil and colour, importers and manufacturers

REGISTERED OFFICE
10, BROADWAY, LONDON, E.C.4
(INCORPORATED IN INDIA)
MADRAS
Sole Agents for the South
INDIA



of and dealers in chemical industrial and other preparations and articles, compounds,, cements, oil paints agents composition, varnishes, dyeware, paint and colour grinders, and manufacturers of and dealers in chemical and scientific apparatus and materials.

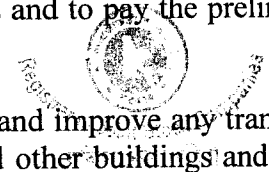
10. To conduct any chemical or other investigations, researches or experiments with a view to inventing, perfecting or improving any process which may seem capable of being used by or in any business which the company is carrying on.,
11. To carry on business as proprietors and publishers of newspapers: journals, magazine, book and pamphlets, printers, stationers, publishers, photographic printers, lithographers, engravers, book binders, designers, draftsman, paper and ink manufacturers, book sellers and advertising agents.
12. To carry on business as packers, packagers carriers by land and sea and distributors of goods, wares, merchandise, produce and other produce and other property and things, shippers factors, forwarding agents, store keeper, warehousemen, wharfingers, importers and exporters and general traders, and merchants.
13. To carry on the business of manufacturers of packaging and packing machines of every description, and to buy, sell, hire, let out on hire, accept and grant licence to use and generally to deal in packing and packing machines of all kinds, and to undertake and execute any contracts for or for works involving the supply use or adaptation of packing and packing machines and other machinery and to carry out any auxiliary of other works comprised in such contractors.
14. To carry on the business of mechanical engineers, and manufacturers of machinery, tool maker, iron founders, brass founders, metal workers, boiler makers mill wrights, machinists iron and steel converters, smiths, wood workers, builders, painters, metallurgists, el and electronic engineers, water supply engineers, gas makers, printers, carriers and merchants, and to buy, sell, manufacture, repair convert, alter, let on hire, and deal in all kinds of machinery, implements, rolling stock and hardware of all kinds and to carry any other business (manufacturing or otherwise) which may seem to the company capable of being conveniently carried on in connection with the above, or otherwise calculated, directly or indirectly to enhance the value of any of the company's property and right for the time being.
15. To buy, sell, whole sale or retail, manufacturer, repair alter and exchange let on hire, export and deal in all kinds of articles and things which may be required for the purposes of any of the said business or which are commonly dealt, supplied, or dealt in by

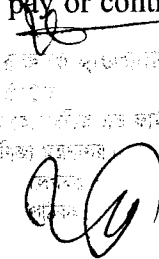

Registrar of Companies
West Bengal
(Signature)
(Date)

persons engaged in any such business or which may seem capable of being profitably dealt with in connection with any of the said business.

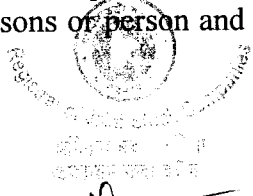
16. To purchase, take on lease or in exchange, hire or otherwise, acquire and hold for any estate or interest any lands, buildings, easements, rights privileges, concessions, patents, patent rights, licences, secret processes, machinery or convenience for the purposes of or in connection with the company's business or any branch or department thereof.
17. To carry on any other business, manufacturing or otherwise which may seem to the company capable of being conveniently carried on in connection with any of the above specified business or calculated directly or indirectly to enhance the value of or render profitable any of the company's property or rights.
18. To carry on business as merchants, importers, Exporters, Appraiser, valuers, Factors (other than stock or share brokers or dealers in stocks or shares), Commission and General agents and to purchase or otherwise acquire, and to sell, let or otherwise dispose of and deal in real and personal property of every description.
19. To erect, construct, lay down, enlarge, alter and maintain any buildings works and machinery necessary or convenient for the company's business.
20. To apply for purchase or otherwise acquire any letters patent, brevet invention licences, inventions, trade marks, rights and privileges for any of the purposes of the company the acquisition of which may seem calculated directly or indirectly to benefit the company or subject to royalty or otherwise and whether exclusive or-nonexclusive, or limited to any part interest in such letters patent, brevet invention, concessions, licenses inventions, trade marks, or privileges, whether in Bangladesh or in any other part of the world and to use, exercise or grant licences in respect of or otherwise turn to account the property, rights or information so acquired.
21. To borrow or raise or secure the payment of money for the purpose of the company's business and with a view thereto to mortgage and charge the undertaking and all or any of the real and personal property, present or future and all or any of the uncalled capital for the time being of the company, and to issue at par or at a premium or discount debentures or debenture stock, payable to bearer or otherwise and either permanent or redeemable and collaterally or further to secure any securities of the company by a trust deed or any other assurance.
22. To issue and deposit any securities which the company has power to issue by way of mortgage to secure any sum less than the nominal amount of such securities and also by way of security for the performance of any contracts or obligations of the company.

23. To receive money or loan and guarantee the debts contracts and obligations of any person, firm or company upon such terms as the company may approve.
24. To make advances to customers and others having dealing with the company with or without security and upon such term as the company may approve.
25. To establish, support or aid in the establishment and support of any associations, institutions, funds, trusts and conveniences calculated to benefit directors, ex-directors employees or ex-employees of the company or the dependents or connections of such persons and to grant pensions and allowances and to make payments towards insurance and to subscribe or guarantee money for charitable or benevolent objects or for any :exhibition for any public general or useful objects such as humanitarian and charitable purposes.
26. To register any patent or patents for invention or inventions or any trade mark in any part of the world, and to apply for, exercise use or otherwise deal with or turn to account any patent rights, brevets, inventions, concessions, monopolies, trade mark or other right or privileges acts of parliament or presidential orders either in Bangladesh or in any other part of the world.
27. To make, accept, endorse, discount and execute, promissory note, bills of exchange and other negotiable instruments.
28. To invest and deal with the money of the company not immediately required upon such investments and in such manner as may from time to time be determined.
29. To pay for any property or rights by the company either in cash or shares, with or without preferred rights in respect of dividend or repayment of capital or otherwise, or by any securities which the company has power to issue, or partly in one mode and partly in another and generally on such terms as the company may determine.
30. To establish and maintain such agencies in Bangladesh or in any other part of the world as may be necessary or useful for carrying on the business and objects of the company.
31. To remunerate any person or company for services rendered or to be rendered in placing or assisting to place any of the shares or debenture capital or other securities of the company, or in or about the formation of or promotion of the company or the conduct of its business and to pay the preliminary expenses of the company.
32. To sink wells and shafts, lay down pipes and cables, construct maintain and improve any tramways, telegraph lines, canals, reservoirs, watercourses, warehouses, sheds and other buildings and works calculated directly or indirectly to advance the interests of the company, and to pay or contribute to the expenses of construction, maintaining or improving any such works.


(স্বাক্ষরিত)
নামঃ
তারিখঃ
স্বাক্ষরঃ

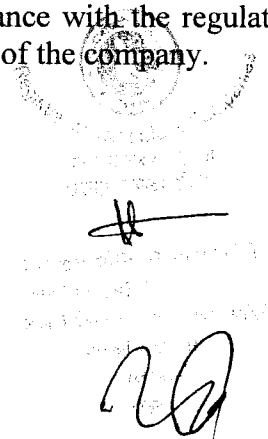


33. To construct, reconstruct, erect, re-erect, improve, maintain, work carry out any manufacture, warehouses, electric works shops, offices, store and other works and conveniences which may seem calculated directly or indirectly to enhance the interests of the company, and to contribute, subsidise or otherwise assist or take part in the constructions, improvements, maintenance, working, management, carrying out or control thereof.
34. To accept payment for any property or rights sold or otherwise disposed of or dealt with by the Company, either in cash or by instalments or otherwise, or in shares of any company or corporation with or without deferred or preferred rights in respect o dividend or repayment of Capital or otherwise, or by means of a mortgage or by debentures or debenture stock of any company or corporation or part in one mode and part in another, and generally on such terms as the company may determine and to hold, deal with or dispose of for any consideration so received.
35. To enter into joint venture, partnership or any arrangement for sharing profits, union of interests or co-operation with any company, firm or person carrying on or proposing to carry on any business within the objects of this company, and to acquire and hold shares, stock or securities of any such company within the country or outside the country.
36. To establish or promote or concur in establishing or promoting any other company whose objects shall include the acquisition and taking over of all or any of the assets and liabilities of or shall be in any manner calculated to advance directly or indirectly the objects or interest of this company, and to acquire and hold shares, stock or securities of and guarantee the payment of the dividends or capital of any shares or stock or the interest or principal or any securities issued by or any company promoted by this company or in which this company may be interested.
37. To purchase or otherwise acquire and undertake all or any of the business, property and transactions of any person or company carrying on any business which this company is authorised to carry on or possessed of property suitable for the purposes of this company.
38. To enter into any arrangement with any Government or authority supreme, municipal, local or otherwise that may seem conducive to the company's objects or any of them and to obtain from any such Governments or authority all right concessions and privileges which the company may think it desirable to obtain and carry out exercise and comply with any such arrangements rights concessions and privileges.
39. To carry on all kinds of agency business and to take part in the management, supervision or control of the business or operations of any other company association, firm, persons or person and to give all manner of technical advice and to act as Managing


 (Signature)
 (Name)
 (Address)
 (Designation)

Agents, Agents, Secretaries, Technical adviser or other officers of any such company association, firm persons or person and in connection therewith to appoint and remunerate any Directors, accountants, assistants and other officers or experts or agents.

40. To sell, improve, manage, develop, turn to account, exchange let on rent, royalty, share of profits or otherwise, grant licences, easement and other rights in respect of any invention or in any other manner deal with the undertaking of the company or any part thereof, or all or ny of the property for the time being of company and for any consideration, whether in cash or in share (fully or partly paid).debentures, debenture stock or other interest in or securities of any company or otherwise.
 41. To amalgamate with any other company whose objects are or include object similar to those of this company, whether by sale or purchase (for fully or partly paid shares or otherwise) of the undertaking, subjects to the liabilities of this or any such other company as aforesaid with or without winding up or by purchase (for fully or partly paid shares or otherwise) of all the shares or stock of any such Other company or in any manner.
 42. To adopt such means of making known the business and products of the company as may seem expedient, and in particular by advertising in the press by circulars, by purchases and exhibitions of works of art or interest or by publications of booklets and periodicals and by granting prizes, award donations.
 43. To aid pecuniarily or otherwise any association, body for solution or settlement or surmounting of industrial or labour problems or transfer or the promotion of industry or trade.
 44. To do all or any of the above things in any part of the world either as principal, agents, trustees, contractors or otherwise and either alone or in conjunction with others, and either by or through agents subcontract trustees or otherwise.
 45. To do all such other things as are incidental or conducive to the above objects or any of them.
- (iv) The liability of the members is limited.
- (v) The authorised capital of the company is Tk. 50,00,00,000 (Tk. Fifty Crore) divided into 2,50,00,000 'A' class shares and 2,50,00,000 'B' class shares of Tk. 10.00 each with power from time to time to increase its capital and to divide the shares in the capital for the time being into several classes and to attach there to respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the regulations in such manner as may from time to time be determined by the regulations of the company.

A faint circular stamp is visible in the lower right quadrant of the page. Below it, there are two handwritten signatures. The first signature is a simple horizontal line with a small hook at the end. The second signature is a more complex, cursive scribble.

We, the several persons, whose names, addresses and descriptions are subscribed below, are desirous of being formed into a company in accordance with this Memorandum of Association and we respectively agree to take up the number of shares in the capital of the company set opposite to our respective names:

Names, addresses, descriptions and nationality of subscribers	Number of shares to be taken	Signature of Subscribers.
1. IBN SINA TRUST Represented by Commodore Mohammad Ataur Rahman (Retd).	6,993 Six Thousand Nine hundred Ninety Three	on behalf of the trust Sd/=
2. R. MUJIBUR RAHMAN Advocate, Supreme Court, 349, Elephant Road Dhaka Bangla deshi. Member of the Board of Trustee, ibri Sina Trust.	1 (One)	Sd/
3. COMMODORE MOHAMMAD ATAUR RAHMAN (Retd), House No. 75A, Road No. 8A, Dhanmondi Residential Area, Dhaka, Bangladeshi, Member of the Board of Trustee, Ibn Sina Trust.	1 (One)	Sd/
4. MR. MIR QUASEM ALI 174, Naya Paltan Line, Azimpur, Dhaka Bangladeshi, Member Board of Trustee, Ibn Sina Trust.	1 (One)	Sd/
5. MR. ABUL FAIZ MOHAMMAD YAHYA P. O. & Viii. Antipur, P. S. Sonargaon, Dist. Dhaka, Bangladeshi, Member of the Board of Trustee, Ibn Sina Trust.	1 (One)	Sd/
6. MR. SHAH ABDUL HANNAN 211/4, North Gorari Dhaka Bangia deshi. Member of the Board of Trustee, Ibn Sina Trust.	1 (One)	Sd/
7. DR. SHAMSUDDIN AHMED Professor Engineering University, Bangladeshi. Member of the Board of Trustee, Ibn Sina Trust.	1 (One)	Sd/
8. MR. A. N. M. A. ZAHER P.O. Peskerhat, P. S. Companyganj, Noakhaii, Bangladeshi. Member of the Board of Trustee, Ibn Sina Trust.	1 (One)	Sd/


Total: 7,000 Shares.
Seven Thousand
Day of December

1983

Dated the 19th

Witness of the above signatures

Sd/. Zakir Ahmed
Ahmed Zakir & Co.
Chartered Accountants


 (Signature)
 (Name)
 (Address)
 (Date)