

**INCORPORATED UNDER THE
THE COMPANIES ACT, 1956
PRODUCER COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION**

OF

NOVEEAL COCONUT PRODUCER COMPANY LIMITED

I. NAME:

The name of the Company is **NOVEEAL COCONUT PRODUCER COMPANY LIMITED**

II. REGISTERED OFFICE:

The Registered office of the Company will be situated in the State of **Andhra Pradesh**

III. THE OBJECTS FOR WHICH THE COMPANY IS ESTABLISHED ARE:

A) The main objects of the Company to be pursued on its incorporation are:

1. To carry on the business of primary agricultural and animal production, post-harvest operations, procurement, grading, pooling, handling, packaging, marketing including promotion of coconut based farming system integrating with animal husbandry, aquacultures, Bio Energy Crops, Aromatic Crops, Bio power projects, Bio Fuel Projects, fodder cultivation, floriculture and export of agricultural produce of the Members or import of goods or services for their benefit.
2. To carry on the business of processing including extraction, preserving, drying, milling, distilling, brewing, venting, canning, packaging, branding and marketing of produce of the members in both domestic and international markets.
3. To manufacture, sell or supply machinery, equipment or consumables to the members.
4. To produce, sell or supply bio fertilizers, bio pesticides, seeds and seedlings to members.
5. To render technical services, consultancy services, training, research and development and all other activities for the promotion of the interest of the members.

6. To generate, transmit and distribute power, revitalize, land and water resources, their use, conservation and communications relatable to coconut farming.
7. To provide insurance of producers or their primary produce.
8. To provide for welfare measures or facilities for the benefit of members as may be decided by the Board.
9. To do the business of financing of procurement, processing, marketing or other activities which include extending of credit facilities or any other financial services to the members.

B) The objects incidental or ancillary to the attainment of the above Main objects are:

1. To acquire and undertake the whole or any part of the goodwill, business, concern, undertaking, property, rights, assets and liabilities of any person, firm, association, society or company carrying on any business which this company is authorised to carry on or possessed of property suitable for the purpose of this company and to pay for the same by shares or debentures of this Company, or by cash.
2. To take or otherwise acquire and hold, sell, exchange, mortgage, charge or otherwise deal with shares or stocks of any other company having objects altogether or in part similar to those of this company or otherwise or such as may be likely either directly or indirectly to benefit this company.
3. To apply for, purchase or otherwise acquire and protect, prolong and renew whether in India or elsewhere, any patents, rights, brevets d' invention, licenses, trademarks, design and the like conferring any exclusive or nonexclusive right of use or any secret or other information as to any secret or other information as to any inventions, process or privileges which may seem capable of being used for any of the purposes of the company or the acquisition of which may seem calculated directly or indirectly to benefit the company and to use, exercise, develop, manufacture under, or grant licenses or privileges in respect of or otherwise to turn to account the property, rights or information use or license so acquired and to subsidise, take part in or assist in any experiment, investigations, and researches likely to prove beneficial to the company.
4. To acquire by lease, purchase, hire purchase, exchange or otherwise land, buildings, machinery, equipment, vehicles and such other requirements and amenities as may be required in connection with the objects of the company.
5. To develop, lay out and prepare any land acquired by the company or in which it is interested for the purpose of construction of buildings, and constructing, altering, maintaining, any building, structures, factories, works, and amenities, for the purpose of carrying on the business of the company.

6. To sell, improve, manage, develop, exchange, lease, mortgage, charge, hypothecate, enfranchise, dispose of turn to account or otherwise deal with all or any part of the property whether movable or immovable or any part of the rights of the company.
7. To establish at any place any agency and to appoint any person or persons to be agent on such terms and conditions as the company may deem fit from time to time for the purpose of the company.
8. To place on deposit, then money to such person with or without interest and in such terms as may seem expedient and in particular to customers and other persons having dealing with the company for the purpose of carrying on the business of the company.
9. Subject to section 58A of the Companies Act, 1956 and guidelines issued by Reserve Bank of India from time to time to borrow or raise money or to receive money on the deposit at interest or otherwise and to mortgage, pledge or charge the whole or any of the property, estates or revenue of the company, present or future by special assignment or otherwise or transfer or convey the same absolutely or into trust and to give the lenders powers of sale and others as may seem expedient and to purchase or pay of any such securities.
10. To draw, make, accept, endorse, discount, execute and issue promissory notes, hundies, bills of exchange, bills of lading, warrants, debentures, and other negotiable and transferable instruments. But the company shall not do the business of banking within the meaning of Banking Regulations Act 1949.
11. To invest and deal with the moneys of the company not immediately required in such manner and upon such investment as the company may deem fit, subject to the Provisions of the Act.
12. To pay out of the funds of the company all expenses with respect to the formation, registration and flotation of the company.
13. To pay for any rights or property acquired by the company and to remunerate any person or company whether by cash payment or by allotment of share, debentures or other securities of the company agreed as paid up in full or in part or otherwise for the purpose of carrying on the business of the company.
14. To establish and maintain or aid in the establishment of maintenance of any depreciation fund, reserve fund, insurance fund, or provident fund or trusts and conveniences calculated to benefit employees or ex-employees, their wives or dependents and to grant to pensions, gratuities and allowances to any such person aforesaid.
15. To guarantee the payment or repayment of any moneys or performance of any contracts or obligations by any person, firm or company, including such companies which are or may come under the management or control of the company and also to

- give guarantee in respect of any financial arrangement that may be made by or on behalf of such company and if thought fit to secure or support such guarantee by mortgage, pledge or hypothecation of any properties of the company or to mortgage, pledge or hypothecate of any properties of the company as security for any advance to be made to ,or any debts or obligations of any persons, firm or company.
16. To remunerate the servants of the company and others out of and in proportions of the profits of the company or otherwise as the company may think fit.
 17. To remunerate any person, or company for services rendered or to be rendered as trustees for debentures, for debentures stock holders or placing or assisting to place or guarantee the placing of any of the shares in the company's capital, or any debentures, debentures stock or other securities of the company in or about the formation or promotion of the company on the conduct of its business or for guaranteeing payments of such debentures or debentures stock and interest.
 18. To appoint attorneys and agents whether by commission or otherwise or constitute agencies and sub-agencies of the company in India or elsewhere on such terms and conditions as the company may deem fit from time to time.
 19. To adopt such means of making known to the public the business of the company as may seem expedient and in particular by advertisement in the press, by circulars and by publication of books and periodicals.
 20. To apply for and acquire any statutory or other powers, rights and concessions.

 21. To acquire from any supreme, municipal or local or other Government or authority or from anybody or person any concession, charter, contract, right or privilege which may seem desirable for the furtherance of any object of the company and to make any arrangement which may seem desirable for the last named propose with any Government, authority or body or persons and to comply with, work, sell or otherwise turn to account any such concession charter, contract, right or privilege in India or abroad.
 22. To do any other activity, ancillary or incidental to the main objects, this may promote the principles of mutuality and mutual assistance among the members.
 23. To establish agencies or branches for the purpose of the company's business in such place or places as may be considered necessary.

24. To construct, erect and maintain either by the company or the parties sewage, roads, streets, brick-kilns and works, buildings, houses of any description whatsoever either upon the lands acquired by the company or otherwise and generally to alter and improve the lands and other property for the purpose of the company.
25. To depute any person abroad or in the country or to call for any other person either from abroad or from this country and pay for all such expenses for the business of the company.
26. To establish Research and Development facilities related to the main objects of the company.
27. To establish, promote, subsidise, acquire, organise or be interested in any other company or companies, syndicates or partnerships for the purpose of acquiring all or any of the undertaking, property and liabilities of its shares or otherwise or for any purpose which may seem calculated directly or indirectly to benefit the company.

C) OTHER OBJECTS:

To carry on the business of Agro input procurement and distribution, production related extension support, produce storage, processing, trading, marketing and selling, regarding all agricultural, Grain, cereal, Pulses and Oil Seeds crops like Rice, Soybean, wheat, Gram, Maize, Pigeon- Pea, Pea, Black & Green Gram, Lentil, Mustard, Groundnut etc., all vegetables like Tomato, Potato, Onion, Chilly etc., all Spices like Coriander, Turmeric, Ginger, fruits and medicinal crops grown by its members.

IV. JURISDICTION OF OBJECTS:

The objects of the company shall not be confined to only one state and they shall extend to the whole of India and outside India also.

V. LIABILITY

The liability of members is limited

VI. SHARE CAPITAL:

The Authorised Capital of the Company is Rs.5,00,00,000 (Rupees Five Crores only) divided into 50,00,000 (Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each with power for the Company to consolidate, convert, sub-divide, reduce or increase the capital and to issue any new shares with any preferential or special rights and conditions attached thereto subject to the provisions of the Companies Act, 1956.

VII. FIRST DIRECTORS:

The Following Persons shall be the first directors of the Producer Company.

1. Rama Chandra Raju Dantuluri, S/o Narayana Raju Dantuluri, H. No. 21-8-25/A, Subbaraju Street, Mutyalampadu, Vijayawada, Andhra Pradesh-520011
2. Kasi Viswanadha Raju Nadimpalli, S/o Jagga Raju Nadimpalli, Flat. No. 310, Mytri Apartments, Tirumalagiri Cross Roads, Secunderabad-500015
3. Mudunuru Bala Rama Raju, S/o Mudunuru Ramakrishnam Raju, H. No. 1-20/A, Geddanapalli, East Godavari, Andhra Pradesh-533212
4. Illa Satyagopala Krishna, S/o Illa Venkata Satyanarayana, H. No. 4-76, Main Road, Bhatnavelli, East Godavari, Andhra Pradesh-533222.
5. Inampudi Narayana Raju, S/o Inampudi Satyanarayana Raju, H.No. 2-116, Sriramurthygari Veedhi, Nedunuru, East Godavari, Andhra Pradesh-533211

VIII. SUBSCRIBERS:

The following persons are subscribers to the memorandum of association of the Company:

Sl. No.	Name, address, description, Occupation & Signature of Subscribers	No. of Shares taken by each of subscribers	Name, address, description, occupation & signature of witness
1	Rama Chandra Raju Dantuluri S/o Narayana Raju Dantuluri Door No.4-3-24, 2 nd Floor, Konkapalli, Beside LIC Office, Amalapuram East Godavari District, Andhra Pradesh-533201 D.O.B : 15-04-1956 OCC: Farmer	1,000 (One Thousand Only)	

	(Camp at Hyderabad)		
2	<p>Kasi Viswanadha Raju Nadimpalli S/o Jagga Raju Nadimpalli D. No. 3-25, Vanne Chintalapudi Samanasa post Amalapuram Mandal E.G.District, AP-533213 D.O.B : 01-06-1952</p> <p>OCC: Farmer</p> <p>(Camp at Hyderabad)</p>	1,000 (One Thousand Only)	
3	<p>Mudunuru Bala Rama Raju S/o Mudunuru Ramakrishnam Raju R/o H. No. 1-20/A, Geddanapalli, East Godavari, Andhra Pradesh-533212 D.O.B: 15/11/1951</p> <p>OCC: Farmer</p> <p>(Camp at Hyderabad)</p>	1,000 (One Thousand Only)	
4	<p>Illa Satyagopala Krishna S/o Illa Venkata Satyanarayana R/o H. No. 4-76, Main Road, Bhatnavelli, East Godavari Andhra Pradesh-533222 D.O.B: 19-05-1973</p> <p>OCC: Farmer</p> <p>(Camp at Hyderabad)</p>	1,000 (One Thousand Only)	

5	<p>Inampudi Narayana Raju S/o Inampudi Satyanarayana Raju</p> <p>R/o H.No. 2-116, Srirammurthygari Veedhi, Nedunuru, East Godavari Andhra Pradesh-533211 D.O.B : 05-07-1951</p> <p>OCC: Farmer</p> <p>(Camp at Hyderabad)</p>	<p>1,000 (One Thousand Only)</p>	
6	<p>Pochanapeddi Rama Subrahmanyam S/o Narasimha Murthy R/o D.No.16-100, Chippalapalem, Mummidivaram Mandal, East Godavari District, Andhra Pradesh-533216 D.O.B-</p> <p>Occ: Farmer</p>	<p>1,000 (One Thousand Only)</p>	
7	<p>Kadali Venkata Lakshmi W/o Sri Atchuyutha Satya Prasad R/o D.No.2-16, Godi Village, Allavaram Mandal, East Godavari District, Andhra Pradesh-533217 D.O.B,</p> <p>Occ: Farmer</p>	<p>1, 000 (One Thousand Only)</p>	
8	<p>Gadiraju Viswanadha Raju S/o Sri G.Satyanarayana Raju R/o D.No.13-181, Kesanakurrapalem, I.Polavaram Mandal, East Godavari District, Andhra Pradesh-533220 D.O.B-</p> <p>Occ: Farmer</p>	<p>1, 000 (One Thousand Only)</p>	

9	Gunturi Bala Raju S/o G.Krishnam Raju R/o D.No.1-18, Gundipudi, Allavaram Mandal, East Godavari District, Andhra Pradesh-533217 D.O.B.- Occ: Farmer	1,000 (One Thousand Only)	
10	Buddharaju Janaki Rama Raju S/o Satyanarayana Raju R/o 4-144/1 , Rajupalem Mummidivaram PO EG district, AP-533216 Occ: Farmer	1,000 (One Thousand Only)	

Total Number of Shares Taken: 10,000 (Ten Thousand Only)