

**THE COMPANIES ACT, 2013**

**MEMORANDUM**

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**ARTICLES OF ASSOCIATION**

**OF**

**UTTAR PRADESH MEDICAL SUPPLIES CORPORATION LIMITED**

**(A PUBLIC COMPANY LIMITED BY SHARES)**

**THE COMPANIES ACT, 2013**

**UTTAR PRADESH MEDICAL SUPPLIES CORPORATION LIMITED**

**MEMORANDUM OF ASSOCIATION  
(A PUBLIC COMPANY LIMITED BY SHARES)**

- I. The Name of the Company **UTTAR PRADESH MEDICAL SUPPLIES CORPORATION LIMITED.**
- II. The Registered Office of the Company will be situated in the state of Uttar Pradesh.
- III. The objects for which the Company is established are:-

**(A) The main objects to be pursued by the company on its incorporation are:-**

1.	<p>a) To carry on the business of procurement, purchase, sale, trade, distribution or otherwise deal in:</p> <ol style="list-style-type: none"> <li>i. medicines, chemicals, reagents, equipment, instruments, appliances, furniture &amp; fixtures and other consumables;</li> <li>ii. consultancy and non-consultancy services;</li> <li>iii. contracts under public private partnership; and</li> <li>iv. other health related services</li> </ol> <p>formedical health facilities of the medical, health &amp; family welfare department and other departments of Government of Uttar Pradesh.</p> <p>b) To make available the medicines, consumables, equipment and medicare/health care services to medical health facilities of the medical, health &amp; family welfare department and other departments of Government of Uttar Pradesh for providing the same to public at minimal rates.</p>
2.	<p>To establish new drug warehouses at district/divisional level, maintain the existing drug warehouses/storage rooms, establish and maintain information technology enabled logistics system to ensure proper storage and distribution of medicines/other goods to all the health facilities.</p>
3.	<p>To establish a transparent system for demand assessment, technical specifications of equipment, inventory control, procurement and distribution, warehousing, quality assurance, drug expiry monitoring and centralized payment by making use of Information technology.</p>
4.	<p>To assess and ensure the availability and quality of medicines, consumables and equipment supplied to warehouses, storage rooms, hospitals and health facilities.</p>
5.	<p>To undertake/provide the following activities in relation to above stated objects:</p> <ol style="list-style-type: none"> <li>(a) Rate and quantity contracting for purchase of medicines, consumables, equipment and services through e-tendering, in adherence to the applicable procurement rules;</li> <li>(b) Technical assistance for selection of private and other service providers for public private partnership projects;</li> <li>(c) Selection &amp; contracting with suppliers/service providers and classify/allocate their work;</li> <li>(d) Placement of purchase orders and arrange centralized payment against supplies;</li> <li>(e) Maintenance of all records in relation to procurements, demand requisitions, forecasting, purchases, quality assurance, storage, sales, distribution, and payments;</li> </ol>

	<p>(f) Estimation of annual demand, preparation of annual physical and financial budget, matching of actual demand pattern against the budget, variance analysis and taking corrective actions;</p> <p>(g) To ensure management and statutory audits.</p>
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**(B) Matters which are necessary for furtherance of the objects specified in clause III (A) are:-**

1.	To purchase, take on rent, hire or otherwise acquire any immovable or movable property including land, buildings, easements, machinery, plant, equipment, spares, accessories, stock-in-trade and any rights or privileges which the company may think necessary for the purpose of its business.
2.	To purchase or otherwise acquire any hardware, software, patents, licenses processes and other rights and privileges of any kind.
3.	To accept advance payment, deposits, give business advances, guarantees and indemnities in relation to business of the Company, on such terms and conditions as may be seen expedient..
4.	To invest the surplus money of the Company in term deposit schemes of the scheduled Banks.
5.	To open account with scheduled banks and to draw, make, accept, endorse, discount, negotiate, execute and issue letters of credit, guarantee and other negotiable instruments.
6.	To establish branches and offices to carry on business of the Company.
7.	To enter into any agreement with any State Government, Central Government, or with any authority that may seem conducive to the objects of the Company and to obtain from any such government or authority any right, privilege, authority, contract, license, and concession which the Company may think desirable for purpose of its business.
8.	To enter into contracts, agreements and arrangements in pursuance of the objects of the company.
9.	To create depreciation fund, reserve fund, insurance fund, sinking fund or any other special fund whether for depreciation or repairs, replacements, improvements, extensions or maintenance of any of the properties or assets of the company for any other purpose conducive to the interest of the Company.
10.	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.
11.	To conduct the studies on consumption patterns of drugs, equipment, consumables and undertake research on technological advancements.
12.	To purchase, distribute, assemble, install, maintain or otherwise deal in all

	types of capital equipment and instruments required in public health facilities.
13.	To provide training, skill development, organize seminars, conferences, workshops to provide professional, technical, vocational knowledge/training in marketing, inventory management, manufacturing, storage and distribution, process etc. of various medical/ healthcare and other areas covered in the main objects.
14.	To undertake transportation of goods and commodities, either directly or through others.
15.	To deal in information, education and communication (I.E.C) materials, audio-visual equipment, audio visual aid and media and to act as advertising agents either directly or through others.
16.	<p>a) To develop, provide, undertake, design, import, export, distribute and deal in systems and application software including enterprise resource planning, e-commerce, support applications/artificial business intelligence software used to collect, store, report, and analyse data.</p> <p>b) To undertake information technology enabled services like call centre management, medical and legal transcription, data processing, back office processing, accounting, human resource and payroll processing, Insurance claims processing, data warehousing and database management.</p> <p>c) To carry on the business of buying, selling or otherwise dealing and maintenance of computer hardware, systems, processors, tabulating machine, accounting machines, calculators, computerised telecommunication systems and network, their components, spare parts, equipment and devices and to impart education/training in Information technology, solutions and services for networking and network management, data centre management and in providing consultancy services in all above mentioned areas.</p>
17.	To setup and maintain packing machines and their accessories to carry out packing for hygienic and efficient handling of procured goods.
18.	To purchase, stock, distribute or otherwise deal in gases, chemicals of all kinds and description used in medical and healthcare.
19.	To insure whole or any part of the property and assets of the company either fully or partially to protect and indemnify the company from liability or loss in any respect either fully or partially, and to also ensure, and to protect and indemnify any part or portion thereof either in mutual principle or otherwise.
20.	To employ experts to investigate and examine into the conditions, prospects, value, character and circumstances of any business concerns or undertakings or of any assets, properties, rights in connection with the business of the company.







21.	To do all such other things as may be deemed incidental or conducive to the attainment of the above Objects or any of them and to carry on any business which may seem to the Company capable of being conveniently carried in connection with any of the Company's Objects or calculated directly or indirectly to enhance the value of or render profitable any of the Company's property or rights.
22.	To apply for, tender, purchase or otherwise acquire any contract and concession for or in relation to the main objects, procurements, service, improvement, maintenance, repair, improvement, management, administration, control etc. required for any of the businesses of the Company and to undertake, carry out, dispose of or otherwise turn to account the same in the foregoing matters and things in connection with the main objects of the Company.
23.	To provide, commercialize, control, develop, establish, handle, operate, supervise, represent and to act as agent, concessionaires, consultants, for providing health care personnel, doctors, nurses, administrators, technicians and assistants for hospitals.

- IV. The Liability of the member(s) is Limited and this liability is limited to the amount unpaid, if any, on the shares held by them.
- V. The Authorised Share Capital of the Company is Rupees20,00,00,000/- (Rupees Twenty Crores Only) divided into 2,00,00,000 (Two Crores) Equity Shares of Rs. 10/- (Rupees Ten) each.





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.

S. No.	Photograph of Subscriber	Name, addresses, description and occupation of each Subscriber	Number of share taken by subscribers	Signature of Subscribers	Name, Addresses, description occupation and signature of witness
1.		PRASHANT TRIVEDI S/O ONKAR NATH TRIVEDI R/O 2, RAJ BHAWAN COLONY, HAZRATGANJ, LUCKNOW, UP- 226001 DESIGNATION- PRINCIPAL SECRETARY MEDICAL & HEALTH OCCUPATION- GOVERNMENT SERVICE	1		I witness to the subscribers who had subscribed and signed in my presence at Lucknow further I have verified their identity details for identity verification and satisfied myself of the fact that as filed in. <i>Amir Gupta</i> AMIT GUPTA S/O SHRI R.IG GUPTA AMIT GUPTA & ASSOCIATES, COMPANY SECRETARIES B-12, BASEMENT, MURLI BHANAN, 10-A, ASHOK MARG, LUCKNOW - 226023, U.P. FC-8-5478, UPNO-4682
2.		V. HEKALI ZHIMOMI D/O VIKIYE ZHIMOMI R/O 5/5, RAJ BHAVAN COLONY, MG ROAD, LUCKNOW, UP- 226001 DESIGNATION- SECRETARY MEDICAL & HEALTH OCCUPATION- GOVERNMENT SERVICE	1		
3.		SHRI NAVEENKUMAR GOPALAKRISHNAN S/O G VARADARAJULU R/O 2/517, VIJAYA KHAND, GOMTI NAGAR, SADAR, LUCKNOW, UP- 226010	1		




		DESIGNATION- MANAGING DIRECTOR OCCUPATION- GOVERNMENT SERVICE			
4.		SHAMIM AHEMAD KHAN S/O SHAFIQ AHEMAD KHAN R/O A-603, CSI TOWERS, VIPIN KHAND, GOMTINAGAR, LUCKNOW, UP- 226010 DESIGNATION- SPECIAL SECRETARY, MEDICAL & HEALTH OCCUPATION- GOVERNMENT SERVICE	1		I witness to the subscribers who had subscribed and signed in my presence at Lucknow. Further I have verified their identity details for identity verification and satisfied myself of the particulars as filled in  AMIT GUPTA S/O SHRI R.K. GUPTA AMIT GUPTA & ASSOCIATES, COMPANY SECRETARIES B-12, BASEMENT, MURLI BHANAN, 10-A, ASHOK MARG, LUCKNOW - 226023, UP. FCS-5478, CPNo.4692
5.		PANKAJ KUMAR S/O MOOL CHANDRA YADAV R/O 2/124, VISHAL KHAND, GOMTI NAGAR, LUCKNOW, UP- 226010 DESIGNATION- MISSION DIRECTOR OCCUPATION- GOVERNMENT SERVICE	1		
6.		AJAY KUMAR JAIN S/O BALESHWAR KUMAR JAIN R/O SF-4, PRAGATI APARTMENT, PLOT NO.B-2, MODEL TOWN, WEST, GHAZIABAD, UP - 201001 DESIGNATION- DRUG CONTROLLER OCCUPATION- GOVERNMENT	1		



7.		SERVICE NEENA GUPTA W/O RAJESH GUPTA R/O 17, VIJAYSHREE APARTMENT, 23 OLD VIJAY NAGAR COLONY, AGRA, UP- 282004 DESIGNATION- DIRECTOR GENERAL, FAMILY WELFARE OCCUPATION- GOVERNMENT SERVICE	1	
8.		PADMAKAR SINGH S/O JASKARAN SINGH R/O FLAT NO. K-8, SONAL APARTMENT, 36 AN JHA MARG, ALLAHABAD, UP- 211002 DESIGNATION- DIRECTOR GENERAL, MEDICAL OCCUPATION- GOVERNMENT SERVICE	1	
TOTAL			8	

I witness to the subscribers who had subscribed and signed in my presence at Lucknow. Further I have verified their identity details for identity verification and submitted myself of the particulars as filled in.

*Anit Gupta*

ANIT GUPTA S/O SMO R. K. GUPTA

ANIT GUPTA & ASSOCIATES, COMPANY SECRETARIES  
B-12, BASEMENT, MORLI BHAWAN, 10-A, ASHOK MARG, LUCKNOW  
-226023, U.P.

FCR-5478, CP NO 4682

Place: Lucknow

Date: 20<sup>th</sup> Day of March, 2018