

THE COMPANIES ACT, 2013  
COMPANY LIMITED BY SHARES  
MEMORANDUM OF ASSOCIATION  
OF

**THAMARASSERY COCONUT FARMERS PRODUCER COMPANY LIMITED**

- I. The name of the Company is THAMARASSERY COCONUT FARMERS PRODUCER COMPANY LIMITED
- II. The Registered Office of the Company will be situated in the State of Kerala.
- III. (A) The objects to be pursued by the Company on its incorporation are:
  - (a) To carry on the business of producing, procuring, pooling, grading, handling, packaging, manufacturing, marketing, purchasing, importing, exporting, developing and dealing in tender coconut, coconut, coconut based, coconut tree based goods, products and articles for the benefits of its Members.
  - (b) To carry on the business of processing including preserving, drying, distilling, brewing, venting, canning, packaging, branding and marketing of produce of its Members.
  - (c) To manufacture, sell or supply machinery, equipment or consumables of its members.
  - (d) To produce, sell or supply bio fertilisers, bio pesticides, seeds and seedlings of its members.
  - (e) To render technical services, consultancy services, training, research and development and all other activities for the promotion of the interests of its members.
  - (f) To Generate, transmit and distribute power, revitalize land and water resources, their use, conservation and communications relatable to primary produce.
  - (g) To provide Insurance of producers or their primary produce.
  - (h) To promote techniques of mutuality and mutual assistance.

(i) To provide for welfare measures or facilities for the benefit of Members as may be decided by the Board.

(j) To Provide education on the mutual assistance principles to its Members and others

**(B) Matters which are necessary for furtherance of the objects specified in clause III(A) are:**

1. To purchase, take on lease or in exchange or otherwise acquire any movable or immovable property or any rights or privileges which the company may think necessary, or convenient for the purpose of its business and in particular any land, building, easements, machinery, plant, vehicles, equipments and accessories, including afforestation and reclamation of land.
2. To purchase, take on lease or otherwise acquire, import, install, construct, work, run, maintain, repair, service and improve land, buildings. Plant and Machinery, Vehicles and all other appliances, equipments, accessories and conveniences required for the purpose of the company.
3. To enter into any type of agreement, arrangement, franchise or collaboration with any person, firm, or company in India or outside India for financial participation, technical know-how, marketing or other services for the purpose of the company.
4. To apply for, purchase and/or otherwise acquire any patents, patent rights, trade marks, designs licenses, know how, permits concessions and the like conferring any exclusive or limited rights, to use any secret or other information as to invention, which may seem capable of being used for any purpose of the

Company and to use, exercise, develop or grant licenses in respect thereof or otherwise turn on account the property, rights or information so acquired.

5. To establish and manage laboratories, research institutions, factories, workshops, training centres, marketing centres and such other conveniences necessary for conducting the business of the Company.
6. To invest and deal with the monies of the company not immediately required in any investment, movable or immovable and in such manner as may from time to time seem expedient subject to the provisions of Section 581ZL of the Companies Act, 1956.
7. To borrow or raise or secure the payment of money or to receive money on deposits, or in such manner as the company shall think fit and in particular by the issue of debentures charged upon all or any of the Company's properties, both present and future including its" uncalled capital and to purchase, redeem, and pay off such securities. However, the acceptance of deposits shall be made only from Members.
8. To lend money on mortgage of immovable property or on hypothecation or pledge of movable property or without security to such persons and on such terms as may seem expedient and in particular to Directors, customers and persons having dealings with the Company and to guarantee the performance of the contracts by any such person or Company. But the Company shall not carry on the business of Banking within the meaning of Banking Regulation Act, 1949.
9. To enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint' venture, reciprocal concessions or otherwise with any person, firm or company carrying oh or engaged in or about to carry on any business or transaction which this Company is authorised to carry on as to directly or indirectly benefit the company.
10. To apply for, tender, purchase or otherwise acquire any contracts sub-contracts licences and concessions for or in relation to the objects or business of the Company

and to undertake, execute, carry out, dispose of or otherwise turn to account the same.

11. To apply for and utilise financial assistance from Government, state or central, financial institutions, bankers, companies, firms or individuals for the purpose of carrying on and developing all or any of the business of the Company.
12. To promote any other producer company, corporation, partnership, or syndicate for the purpose of acquiring all or any of the property, assets and liabilities of the Company or of advancing directly or indirectly for promoting the objects of the producer company.
13. To provide management, technical, financial and quality assurance and support services including procurement, infrastructure management, facilities management, branding, skill training and technology transfer to its Members.
14. To acquire and undertake the whole or any part of the business, property and liabilities of any person, firm or company carrying on any business which this Company is authorised to carry on or possessed of property suitable for the purpose of the Company for such consideration as the Company may think fit.
15. To sell, let, exchange, mortgage, dispose of or otherwise deal with the movable and immovable assets of the company or any part thereof upon such terms and conditions and for such considerations as the Company may think fit and in particular for shares or other securities of any other company having objects altogether or in part similar to those of this Company.
16. To amalgamate, merge or divide to form a new producer company as mentioned in 581ZN of the Companies Act, 1956.

17. To pay for any properties, rights or privileges acquired by the Company.
18. To enter into any agreements or arrangements with the Government of India or with any State Government and similar authorities, that may seem conducive to the Company's objects or any of them and to obtain from any such governments or authorities all rights, concessions and privileges which the company may think it desirable to obtain and to carry out exercise and comply with any such arrangements, rights, privileges and concessions.
19. To provide for the welfare of Members, directors, employees or ex-employees and their families or the dependents of such persons, by building houses or by grants, pensions, allowances, contributions to provident funds and such other financial funds and trusts and to subscribe money for charitable or benevolent objects or for any public, general or useful objects subject to the provisions of the Companies Act, 1956.
20. To create any reserve fund, or any other special fund for the improvement, expansion or maintenance of the Company.
21. To draw, make, accept, discount, execute and issue cheques, promissory notes, bills of exchange, hundies, bills of lading and other negotiable or transferable instruments or securities. But the Company shall not do the business of banking within the meaning of the Banking Regulation Act, 1949.
22. To remunerate any person or company for service rendered or to be rendered in the formation or promotion of the Company or for the conduct of the business of the Company.
23. To establish and maintain agencies, places of business, branches, showrooms, and godowns to carry on the business, of the Company.
24. To pay all the costs, charges, and expenses in connection with the promotion, formation, registration and establishment of the company and to remunerate any

- person or company for services rendered in placing or assisting to place of any debentures or other securities of the company and/or in or about the formation or promotion of the company or the conduct of the business of the Company.
25. To adopt such means of making known the business or the products of the company as may seem expedient.
  26. To contribute to any programme of social and rural development, scientific research or such other useful purposes which will enhance the capability of the company to carry on its main objects.
  27. To create, establish and maintain micro enterprises for production on cluster basis based on the product group supply chains connected with the main objects of the Company.
  28. To undertake, carry out, promote and sponsor or assist any activity for the promotion and growth of the economy including poverty alleviation, employment generation and discharging what the directors may consider to be social and - moral and social responsibilities of the company to the public or any section of the public and as also any activity which the directors consider likely to promote national welfare or social, economic or moral uplift of the public or any section of the public and in such manner and by such means as the directors may think fit.
  29. To provide self-employment to Members through various developmental Initiatives with the help of Central Government, State Government, Local Bodies and/or Private Agencies and provide all kinds of support services.
- IV. The objects of the company shall extend to the whole of India.
  - V. The liability of the Members is limited.
  - VI. The Authorised share capital of the company is Rs. 5,00,00,000/- (Rupees Five Crore Only) divided into 50,000 (Fifty Thousand Only) Equity Shares of Rs. 1000/- (Rupees One Thousand Only) each.

VII. The following shall be the first Directors of the company:

Sl. No.	Name	Address & Description	Occupation
1.	ABDURAHIMAN	Son of AYAMMEDKUTTY HAJI 71,HILAL MANZIL, KIZHAKKOTH, KOZHIKODE,KERALA, 673572	Agriculture
2.	KUNJAYIN	Son of KUNHAMMAD HAJI 236,PUTHEN PURAYIL, OMASSERY, KOZHIKODE,KERALA, 673572	Agriculture
3.	THEKKEKOLLARAKKAL KOYATHEEN	Son of KOYAKUTTY 364(569),CHENNAGARAPOYIL,PARANNUR, NARIKKUNI KOZHIKODE,KERALA, 673585	Agriculture
4.	CYRIAC MANALODI ULAHANNAN	Son of ULAHANNAN DAVASIA MANALODI MANALODY, PULLURAMBARA,THIRUVAMBADI KOZHIKODE,KERALA, 673603	Agriculture
5.	KELAPPAN	Son of KELUTTY KUNNUMMALIDATHIL,SREENIKETHAN, THALAYAD PO, KOZHIKODE,KERALA, 673574	Agriculture
6.	PANDARAKKANDIYIL MOIDEEN	Son of PANDARAKKANDIYIL UMMERKOYA 216,KALATHIL THODUKAYIL, KIZHAKKOTH, KOZHIKODE,KERALA, 673572	Agriculture
7.	MOLLY GEORGE	Daughter of VARKEY IDATHUKAIKKAL HOUSE, MEEMUTTY P O,KODANCHERY VIA,KOZHIKODE,KERALA, 673580	Agriculture
8.	ABDUL NAZER KAVUNGAM KUZHIYIL	Son of ALIKKUTTI HAJI KAVUNGAMKUZHIYIL,VAVAD,KOZHIKODE, KERALA, 673572	Agriculture

9.	MATHEW KUMBAPPALLI VARKEY	Son of VARKEY 225,KUMBAPPALLI, UDAYANAGAR, KODANCHERI, KOZHIKODE,KERALA, 673580	Agriculture
10.	TOMI	Son of CHERIAN 264,KONUKKUNNEL, MURAMPATHY PO , KODANCHERY,KOZHIKODE,KERALA, 673580	Agriculture
11.	ANIL GEORGE	Son of GEORGE KAZHUKANOLIKKAL,CHAMAL, KEDAVUR,KOZHIKODE,KERALA, 673573	Agriculture
12.	MUHAMMEDKUTTY KACHERIKUNNUMMAL	Son of MARAKKARKUTTY HAJI 4,PADINNARETEEYAKKANDIYIL , KIZHAKKOTH PO,KOZHIKODE,KERALA,673635	Agriculture
13.	MOHAMMED BASHEER	Son of Hussain Hajij KALOTH HOUSE P.O. PANNIKKOTTOOR MELEPALANGAD KKOZHIKODE	Agriculture
14.	SUNNY MATHEW KODAKAPALLIL	Son of MATHEW 690 KODAKAPALLIL,KODANCHERY,KOZHIKODE, KERALA, 673580	Agriculture

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.

Si No	Name	Descriptions and occupations of subscribers	No of equity share taken by	Signature	Photo
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		each subscriber		
1.	ABDURAHIMAN S/o AYAMMEDKUTTY HAJI KANNANKUNNUMMEL HOUSE HILAL MANZ ELETTIL POST,KODUVALLY THAMARASSERY-673572 (AGRICULTURE)	10 shares (Ten Only)	Sd/-	
2.	MUHAMMEDKUTTY KACHARIKUNNUMMAL S/oMARAKKARKUTTY HAJI KACHARIKUNNUMMAL HOUSE ELETTIL(PO),KODUVALLY 673572 (AGRICULTURE)	10 shares (Ten Only)	Sd/-	
3.	ANIL GEORGE S/o GEORGE KAZHUKANOLIKKAL,CHAMAL THAMARASSERY,673573 (AGRICULTURE)	10 shares (Ten Only)	Sd/-	
4.	THEKKE KOLLARAKKAL KOYATHEEN S/o KOYAKUTTY NAVEENA MAHAL NARIKKUNI,PARANNUR PO 673585 (AGRICULTURE)	10 shares (Ten Only)	Sd/-	

5.	KUNJAYIN S/o KUNHAMMED HAJI PUTHENPURAYIL HOUSE	10 shares	Sd/-	
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	KOODATHAYI BAZAR PO THAMARASSERY VIA,673573 (AGRICULTURE)	(Ten Only)		
6.	MOHAMMAD BASHEER S/o KEYEKKANDIYIL USSAIN KELOTH,PALANGAD PANNIKKOTTUR(PO),673572 (AGRICULTURE)	10shares (Ten Only)	Sd/-	
7.	TOMI S/o CHERIAN KONUKUNNEL HOUSE MURAMPATHI PO,KODENCHERRY KOZHIKODE,673580 KERALA (AGRICULTURE)	10 shares (Ten Only)	Sd/-	
8.	MOLLY GEORGE D/o VARKEY EDATHUKAIKKAL HOUSE MURAMPATHY PO,KOZHIKODE 673580 (AGRICULTURE)	10 shares (Ten Only)	Sd/-	
9.	PANDARAKANDIYIL MOIDEEN S/o PANDARAKANDIYIL UMMERKOYA PANDARAKANDIYIL HOUSE AVILORA,KERALA 673572 (AGRICULTURE)	10 shares (Ten Only)	Sd/-	

10.	SUNNY MATHEW KODAKAPALLIL S/o MATHEW KODUVAPALLIL PULLOORAMPARA,KOZHIKODE KERALA,673603	10 shares (Ten Only)	Sd/-	
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	(AGRICULTURE)			
11.	ABDUL NAZAER KAVUNGAMKUZHIYIL S/o ALIKUTTI HAJI 4/173 KAVUNGAMKUZHIYIL HOUSE VAVAD PO,KADUVALLY NELLANKANDY,673572 (AGRICULTURE)	10 shares (Ten Only)	Sd/-	
12.	KELAPPAN S/o KELUTTY RAJITHA NIVAS THALAYAD,THALAYAD PO 673574 (AGRICULTURE)	10 shares (Ten Only)	Sd/-	
13.	MATHEW KUMBAPPALLI VARKEY S/o VARKEY KUMBAPALLY HOUSE UDAYANAGAR,KODENCHERY KERALA,673580 (AGRICULTURE)	10 shares (Ten Only)	Sd/-	
14.	CYRIAC MANALODI ULAHANNAN S/o ULAHANNAN DEVASIA MANALODI MANALODI HOUSE PULLOORAMPARA PO. THIRUVAMBADI VIA,KOZHICODE KERALA,673603,(AGRICULTURE)	10 shares (Ten Only)	Sd/-	
	TOTAL	<b>140 Shares Only</b>		

Dated:05-01-2015

WITNESS:

RAZIQ AHAMED,ACA  
CHARTERED ACCOUNTANT  
S/o P.ABDUL HAMEED  
34/620,FATHIMA  
CIVIL STATION,CALICUT 673020  
ACA:220045

Sd/-