



**SPS INTERNATIONAL LIMITED**  
**CIN: L74140HR1993PLC031900**

**Registered Office: 15/1, Ground Floor, Main Mathura Road, Faridabad, Haryana-121003**

**Email: [info@spsintl.co.in](mailto:info@spsintl.co.in); Website: [www.spsintl.co.in](http://www.spsintl.co.in);**

**Phones: 0129-7117719**

Date: 24-09-2024

**To,  
The BSE Limited,  
Listing Department,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400 001**

**Scrip Code: 530177**

**ISIN: INE758B01013**

**Subject: Intimation under Regulation 30, and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.**

**Re: Amendments to the Memorandum of Association, and the Articles of Association**

Dear Sir/Madam,

With reference to the cited subject matter, Shareholders of the Company at the 31<sup>st</sup> Annual General Meeting of the Company held on September 24, 2024 has inter-alia approved the following amendments to the Memorandum and Association (MOA) and Articles of Association (AOA) of the Company as hereunder:

1. To consider and approve the change of name of the Company and consequential alteration to MOA and AOA of the Company subject to In –Principal Approval from the BSE Limited (the Stock Exchange) and Ministry of Corporate Affairs.
2. To alter and adopt new Objects Clause III of the Memorandum of Association

The aforesaid business item(s) have been passed with the requisite majority of the members/shareholders, through the process of Remote E-Voting and E-Voting during the AGM. **The AGM commenced at 04:00 P.M. (IST) and concluded at 04:31 P.M. (IST).**

Details of amendments to the Memorandum of Association as required under Regulation 30 read with Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are annexed herewith as **Annexure I**.

We hope that you would find the as above in order and request you to take the same on record.

The aforesaid information is also available on the website of the Company at [www.spsintl.co.in](http://www.spsintl.co.in).

**Thanking You,**

**For SPS International Limited**

**Saurabh Gupta  
(Company Secretary & Compliance officer)  
M No.: A36879**

**Summary of Amendment to Memorandum of Association of the Company**

The “Main Object” and “Incidental matters” clauses of the Memorandum of Association of the Company are being amended by the deletion of existing Clause III (A), Clause III (B) and with the insertion of New Clause III (A), Clause III (B). Further in keeping with the amendments as introduced by the Companies Act 2013 the Main Objects clause of the Memorandum of Association of the Company, Clause III (A) is accordingly to be titled as **'THE OBJECTS TO BE PURSUED BY THE COMPANY'**.

**I. (A) THE MAIN OBJECT TO BE PURSUED BY THE COMPANY:-**

1. To cultivate, grow, produce, harvest raise or deal in agricultural produce including hydroponic crops as agriculturists, farmers or gardeners and to set up processing units for import, export, trade, distribution or deal in agricultural produce of all descriptions, like fruits, flower, vegetable, seeds and herbal products and to undertake the activities for its processing, preservation or storage, crop management, harvesting and packaging with the installation for plant, machinery, cold storage, air conditioning, refrigeration and other equipment and to provide consulting and support services.
2. To do import, export, trade, retail and wholesale supply, marketing (including digital marketing), branding, franchise, exclusive brand stores, outlets and stockiest of any agricultural food produce of all descriptions, like Salad Bars, fruits, flower, vegetable, seeds, juice and herbal products including processed food products and other allied goods and material while adhering to all relevant regulations and guidelines governing such industry.
3. To carry on the business of farming, agriculture and horticulture in all their respective forms and to grow, produce, manufacture, process, prepare, refine, extract, manipulate, hydrolyze, deodorize, bleach, hydrogenate, buy, sell, market or otherwise deal in all kinds of agriculture, horticulture, dairy and farm produce and products including food grains, cereals, milk, seeds, oilseeds, chemical, fertilizer, plants, flowers, vegetables, fruits, vegetable and edible oils and food products and preparations of any nature or description whatsoever.
4. To manufacture, produce, process, assemble, trade, import, export and deal in all types of industrial products, including but not limited to printing, packaging, publication, agriculture produce and hydroponic farming produce, machinery, chemicals, electronics, paper etc and to participate in any Government’s industrial supportive schemes including Made in India Scheme, Production Linked Incentive (PLI) scheme etc to establish an industrial unit in Recognized Food Park, Export Zone, Industrial Zone and hub or any suitable place/location in India.
5. To conduct research and development, awareness, and education activities & set up infrastructure in the field of industrial products, farming, and hydroponic agriculture, including the development of new hydroponic systems, techniques, practices and products, and to own /apply for patents and other intellectual property rights including other tangible and intangible assets for such developments.

**(B) MATTERS THAT ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A):**

1. To do trading of the agri-commodities whether perishable or non-perishable and also do stocking of the same at their own premises or leased premises and promote & sell their own brand along with farmer produce and trade in all the products required for cultivation, harvesting, production and developments of seeds, vegetable, fruits and herbal items.
2. To collaborate with governmental bodies, non-governmental organizations (NGOs), research institutions, universities and other stakeholders in initiatives aimed at enhancing food security and promoting sustainable agricultural development.
3. To purchase, take on lease or in exchange or otherwise acquire and/or supervise, manage, development and cultivate and farms, agricultural land and any urban and rural property which the company may think necessary or convenient for the purpose of its business.
4. To render technical services, consultancy services, training, research and resource development activities such as soil and moisture conservation, land and water usage development, watershed development and all other related activities for increase of productivity and promotion of the interests of its members and agriculturalists.
5. To create partnerships with local farmers to integrate hydroponics into traditional farming practices and advocate for policies that support the growth of the hydroponics industry at local, national, and international levels.
6. To implement waste management strategies that minimize the environmental impact associated with nutrient runoff from commercial-scale operations utilizing advanced filtration techniques designed specifically tailored towards meeting regulatory compliance standards set forth by governing bodies overseeing agricultural practices within jurisdictional boundaries established therein.
7. To explore avenues available through government grants aimed at fostering innovation within agricultural sectors particularly those involving cutting-edge technologies like aeroponics/hydro/aeroponic hybrids etc., thereby enhancing overall productivity levels achieved via implementation thereof across a diverse range of crops cultivated therein.
8. To conduct market analysis identifying trends influencing consumer preferences regarding purchasing decisions made concerning fresh produce sourced locally produced sustainably utilizing environmentally friendly methods.

9. To facilitate networking opportunities connecting entrepreneurs/startups seeking mentorship/guidance experienced professionals working within the industry thereby fostering collaboration between different stakeholders involved across the entire supply chain process from seed to sale ensuring transparency and accountability maintained throughout the entire lifecycle product development process culminating final delivery end-users receiving highest quality goods possible produced sustainably utilizing environmentally friendly methods employed therein.
10. To leverage social media platforms to effectively communicate the message surrounding the importance of adopting sustainable agricultural practices emphasising the role played by modern technologies like Hydro/Aero/Vertical Farming etc., thereby raising awareness amongst the general public regarding the benefits associated with consuming locally sourced fresh produce grown sustainably utilizing environmentally friendly methods.
11. To sublet all or any of the works, and contracts from time to time and upon such terms and conditions as may be thought expedient.
12. To amalgamate with any Company or Companies having similar or semi-similar objects of this Company.
13. To acquire and take over any business or undertaking carried on, upon or in connection with/ without any land or building which the company may desire to acquire as aforesaid or become interested in the whole or any of the assets and liabilities of such business or undertaking and to carry on the same or to dispose or remove or put an end thereto.
14. To invest any money of the company in the equity shares of any company where such investment fulfils the business objects of the Company and to invest any money of the company not immediately required for the purposes of its business in such investments or securities as may be thought expedient including, but not limited to, securities issued and / or guaranteed by Central or State Government, Corporations, Trusts etc.
15. To raise or borrow money from time to time for any of the purposes and objects of the Company by receiving advances of any sum or sums with or without security upon such terms as the Directors may deem expedient and in any particular by taking deposits from or opening current accounts.
16. To lend money to and guarantee the performance of the obligations of and the payment of interest on any stocks, shares and securities of the company, firm or person in any case in which such loan or guarantee may be considered likely directly or indirectly to further the objects of this company and generally to give any guarantee whatsoever which may be deemed likely, directly or indirectly, to the bank to benefit the Company or its members.

17. To apply for tender, purchase or otherwise acquire any contracts, subcontract, license and concessions for or in relation to the objects or business herein mentioned or any of them and to undertake, execute, carry out, dispose of or otherwise turn to account the same.
18. To apply for, promote and obtain any act, charter, order, regulation, privilege, concession, license or authorization of any Government, State municipality any Authority or any Corporation or Public body that may be empowered to grant for enabling the Company to carry on its objects into effect or for extending any of the powers of the company or for affecting any modification of the Company's constitution or for any other purpose which may seem calculated directly or indirectly to prejudice the Company's interest and to appropriate Company's shares, and assets to defray the necessary cost, charges and expenses thereof.
19. To open current or fixed deposit accounts with any bank, and to deposit and draw money from such accounts and to draw, endorse, discount and execute all types of negotiable instruments.
20. To carry on any branch of business anywhere in India, which this Company is authorized to carry on by means or through the agency of any subsidiary company or companies and to enter into any arrangement with such subsidiary company for taking the profits and bearing the losses of any business or branch so carried on or for finance any such subsidiary, guaranteeing its liabilities or to make any other arrangement which seems desirable with reference to any business or branch so carried on including the power and provision at any time either temporarily or permanently to close any such branch or business.
21. To employ experts to investigate and examine into conditions, value, character and circumstances of any business, concerns and undertakings having similar objects and generally of any assets, property or rights.
22. To take part in the management, supervision, conduct and control of the business or operations of any company or undertaking having similar objects and for that purpose to appoint and remunerate the directors, trustees, accountants or other experts, personnel or agents for any such operations or purpose.
23. To let on lease or license or on hire purchase or to lend any properties belonging to the Company and to finance for the purpose of any article whether made by the Company or not by way of loans or by hire purchase system.
24. To sell, purchase, mortgage, grants, easements and other rights over and in any other manner deal with the undertakings, properties, assets both movable and immovable, rights, effects of the Company or any part thereof and whether real or personal for such consideration as the Company may think fit.
25. To create any depreciation fund, reserve fund, sinking fund, insurance fund or any other special fund whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company any other purpose whatsoever conducive to the interest of the Company.

26. To undertake or assist in undertaking programs for employment generation, growth and diversification of agriculture and other food-based industries to increase food production and export of food products in both primary and processed from including fields of Horticulture, Animal Husbandry and other areas related to food.
27. To establish and operate high-end retail outlets, including Salad Bars and speciality stores, dedicated to offering fresh, high-quality hydroponic produce directly to consumers, emphasizing healthy and sustainable food choices.
28. To create a premium brand identity for hydroponic produce by developing and marketing a range of fresh, ready-to-eat salads, juices, and other health-focused products, sourced exclusively from the company's own farms and sold through high-end retail channels and Salad Bars.
29. To refer or agree to refer any claims, demands, disputes or any other questions by or against the Company or in which the Company is interested or concerned and third parties by way of legal suit or arbitration in India or any places outside India and to observe and perform awards made thereon and to do all acts, deeds, matters and thing to carry out or enforce the awards in accordance with the provisions of law relating to court proceedings/arbitration from time to time.
30. To adopt such means of making known the business/activities of the Company as may seem expedient and in particular by advertising in the press, by circulars, by purchase and exhibitions of works of art or interest, by publication of books and periodicals by employing audio-visual media or by granting prizes, rewards and donations.
31. To do all such other things as may be deemed incidental or conducive to the attainment of the above main objects or any of them.

**Thanking You,**

**For SPS International Limited**

**Saurabh Gupta**  
**(Company Secretary & Compliance officer)**  
**M No.: A36879**