**SCHEDULE I**

**(See sections 4 and 5) TABLE -A**

**MEMORANDUM OF ASSOCIATION OF**

**FPO Name PRODUCER COMPANY LIMITED**

**Company Limited by Shares Indian Non-Government Company Having Share Capital**

**Incorporated under THE COMPANIES ACT, 2013 (NO. 18 OF 2013)**

**1st.** The name of the Company is **“FPO Name FARMERS PRODUCER COMPANY**

**LIMITED”.**

**2nd.** The Registered office of the Company will be situated in the State of xxx.

**3rd.** **(a) THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:-**

1. To carry on in India the business of production, harvesting, procurement, grading, pooling, handling, marketing, selling, export of agricultural produce of the members or import of goods or services for their benefits and procuring agriculture inputs, processing including preserving, drying, packaging, selling and marketing of produce of its Members and to render technical and consultancy services, training, research and development and such other activities for the promotion of interest of the members and to carry the business of all needs, for agriculture, including all kind of seeds seedlings, chemical/biological fertilizers, irrigation, systems, insecticides, pesticides, fungicide, bio-controllers, energy, farm equipments, Vaccine, fodder, livestock medicines,treatment and vaccination services for livestock, and NTFP produces as producers, traders, marketers, importers, exporters, and relating services.

**(b) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE 3(a) ARE:—**

* 1. To carry on the business and deal in, including cultivation, processing, value addition, export and import of, any Primary Produce of agriculture including livestock and forest based products.
	2. To cultivate through appropriate farming methods.
	3. To establish incubators and new farming methods for easy replication.
	4. To bring rural youth into sustainable agriculture and allied livelihoods through cooperative farming, natural farming, etc.
	5. To undertake organic production programme, processing and certification, export and trading (as per national and international norms & standards) of all agriculture, horticultural, vegetables, crops and dairy products and their allied forms,
	6. To manufacture, sell, trade, hire, deal with or supply of machinery, equipment or consumables.
	7. To promote entrepreneurship and enter into collaboration with entrepreneurs for the benefit of members
	8. To enable producers to get insurance for themselves, their family members, employees, and for the livestock and other productive assets as also for their primary produce.
	9. To promote the techniques of mutuality and mutual assistance, including thrift and savings among members and farmer groups and collaboration and linkage with similar organizations.
	10. To undertake any welfare measures or provide facilities for the benefit of the members, as decided by the Board.
	11. To finance procurement, processing, marketing and other activities that include extending of credit facilities to its members.

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* 1. To generate, transmit and distribute power from animal waste, other biomass, and renewable energy sources.
	2. To own, hold on lease, hire, manage, sell, let on hire, convey, mortgage, assign or otherwise acquire or dispose of, any undertaking, movable or immovable properties and assets.
	3. To engage in, support, commission, finance and otherwise engage in research and development.
	4. To provide education, organise education and training programmes, seminars and conferences for its members, directors, producers, employees and any other persons associated with the business of the Company.
	5. To borrow money or raise or secure the payment of money on such securities or otherwise in such manner as the Company may deem expedient.
	6. To draw, make, accept, discount, execute and issue bills of exchange, promissory notes, bills of lading, warrants, and such other negotiable or transferable instruments or securities of all types.
	7. To decide to transfer its assets and liabilities, in whole or in part, to any other Producer Company whether by sale or purchase for shares or otherwise, to divide itself into two or more new Producer Companies, to amalgamate and form a new Producer Company, or to merge with any other Producer Company.
	8. To take or hold mortgages, liens, and charges to secure payment of any money due to the Company.
	9. To insure any of the properties, undertakings, contracts, risk or obligations of the Company in any manner whatsoever.
	10. To make donations or subscription, either in cash or in kind, to any institution or individual for the purposes of promoting the social and economic welfare of the Members or promoting the mutual assistance principles as may be directly or indirectly conducive to any of the objects of the Company or otherwise expedient, subject to the provisions of section 581ZH of the Act.
	11. To open and operate accounts with any bank or banks and give any instructions in connection therewith.
	12. To accumulate funds, lend, provide financial assistance to any person and institution, with such securities or without securities upon such terms and conditions as may be determined from time to time.
	13. To invest in, acquire, hold and deal in shares, stocks, debentures, bonds, negotiable instruments, obligations and securities issued by any producer company, constituted or carrying on business in India or elsewhere and other securities and instruments specified in section 581ZL of the Act.
	14. To give any guarantee for the payment of money or the performance of any obligation or undertaking.
	15. To apply for, purchase or otherwise, acquire any goodwill, patent, patent right, copyright, trademark, design, brand, formulae, license, lease, concessions, conferring any exclusive or limited right to use, intellectual property rights, or any secret, proprietary or other information as to any invention which may seem capable of being used for any of the purposes of the Company; and to use, exercise, develop or grant licenses in respect of the property rights, or information so acquired which may directly or indirectly to benefit the Company.
	16. To establish provident fund, gratuity fund, superannuation fund and other funds, and to create any trust for the benefit of employees.
	17. To establish and support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences and to take up such welfare measures or facilities for the benefit of its members, employees and their dependents.
	18. To enter into arrangements, and agreements for rendering, and obtaining of technical know-how, services including consultancy, technical and other collaboration with individuals, firms, research laboratories, bodies corporate or any other persons whether in or outside India.
	19. To accept gifts, grants, or donations, in cash or in kind or of property, provided that the conditions of such gifts in no way limit or compromise the interests of the Company.
	20. To form, float, promote, support or take membership of any professional bodies, other mercantile and public bodies, associations or federations for the protection, advancement, growth of commerce and industry and for protection and welfare of persons engaged therein.
	21. To apply for, promote, and obtain any order, regulation, or other authorisation or enactment, which may directly or indirectly benefit the Company.
	22. To arrange for or obtain insurance for members and their productive assets.
	23. To purchase, sell or supply machinery, equipment or consumables.
	24. To reimburse all costs associated with the promotion and registration of the Company including registration, legal fees, printing of a memorandum and articles and the payment thereof, subject to the provisions of section 581C(4) of the Act.
	25. To carry on all or any of the businesses which the Company is entitled to do, as principals or in any other lawful capacity, and by or through agents, or otherwise, and either by itself or in conjunction with or through other institutions or persons.
	26. To carry on any other business, service and activity, ancillary or incidental to any of the activities referred to above which may seem expedient for the Company to enhance, directly or indirectly, the value or profitability of the Company, and which may promote the principles of mutuality and techniques of mutual assistance amongst the Members in any manner.
	27. To acquire and takeover 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.
	28. To become member of and to communicate with any chamber of commerce and other mercantile and public bodies in India or abroad and to advise on, consult, promote and support measures for the protection, advancement, growth of commerce and industry and for protection and welfare of persons engaged therein.

**4th.** 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 SHARE CAPITAL

 The Authorised Share Capital of the Company is Rs. xxx (Rupees xx only) divided in to xxx- (xxx lakh) equity shares of Rs. xx/- (Rupees xx Only) each, with the power to increase its share capital by such amounts as it thinks expedient by issuing new shares and to divide the shares in the capital for the time being into such number of share as it may deemed fit.

**Jurisdictions of the Objects:**

 The objects of the Company shall extend to the whole of India

 and also outside India.

**5th.**

The names, addresses and occupations of the persons who have subscribed to the Memorandum of Association:

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| --- | --- | --- |
| Sr.No. | Name and Address | Number of Equity sharestaken by each subscriber |
| 1 |  |  |
| 2 |  |  |
| 3 |  |  |
| 4 |  |  |
| 5 |  |  |
| 6 |  |  |
| 7 |  |  |
| 8 |  |  |
| 9 |  |  |
| 10 |  |  |

* The names, addresses and occupation of the subscribers being producers, who shall act as the First Directors:

|  |  |  |
| --- | --- | --- |
| Sr.No. | Name and Address | Occupation |
| 1 |  |  |
| 2 |  |  |
| 3 |  |  |
| 4 |  |  |
| 5 |  |  |

We, the following persons, whose names and addresses are subscribed are desirous to be formed into a company in pursuance of this Memorandun of Association and we respectively agree to take the number of shares in the capital of the company set against our respective names:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Sl. | Name, address, photograph and occupation | Number of share/s taken | Signature | Signature, name, address and occupation of the witness |
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