

**Companies Act, 2013**  
**MEMORANDUM OF ASSOCIATION**  
**OF**  
**PAINTS AND COATINGS SKILL COUNCIL**  
**(COMPANY LIMITED BY SHARES NOT FOR PROFIT**  
**UNDER SECTION 8 OF THE COMPANIES ACT, 2013)**

1. The name of the company is PAINTS AND COATINGS SKILL COUNCIL .
2. The registered office of the company will be situated within the jurisdiction of the Registrar of Companies in the State of Maharashtra at Mumbai.
- 3 (A). The objects for which the company is established are:
  1. To promote, encourage activities towards skill development in the Paints and Coatings Sector in India and meeting the entire value chain's requirements of appropriately trained manpower in quantity and quality on a sustained and evolving basis. To develop a skill development plan for the Sector and maintain information on skill inventory. To determine skills/competency standards and qualifications in consonance with the Sector norms. To promote academies of excellence .To plan and execute training of trainers.
- 3(B). **Matters which are necessary for furtherance of the objects specified in Clause 3 above are:**
  1. To establish a well structured Sector specific labour market information system ("LMIS") to assist planning and delivery of training. To facilitate in standardizing the affiliation and accreditation process for the Sector. To coordinate participation of social partners, employers in the private sector, training providers, professional societies and NGOs/civil society groups in the process of skill development for the Sector. To identify the skill development needs of the Sector, review international trends in Sector skill development and identify Sector skill gaps and technology. To do and undertake the task of educational and vocational skill upgrade for the Sector. To facilitate setting up a robust and stringent certification and accreditation process for the Sector to ensure consistency and acceptability of standards.
  2. To participate in the affiliation, accreditation, examination and certification.
  3. To facilitate and assist the Appropriate Governmental Authority and National Skill Development Corporation (NSDC) in strengthening the existing vocational

education system for skill development in the Sector and to collaborate in upgrading vocational training system in the Sector, in line with requirements to achieve global standards in manpower productivity.

4. To employ / engage / take on deputation from other organizations including Appropriate Governmental Authority/NSDC, temporarily or in regular employment, such professionals, skilled workers, technical advisors, consultants, managers or other persons in order to provide valuable inputs to further the objects of the National Skill Development Policy, 2009, issued by the Ministry of Labour and that of the Company and to pay them such remuneration as may be considered expedient and commensurate with the Sector norms.
5. To work with global consultants, Sector associations as well as experts from national and international agencies associated with research and development, training, skill development, course accreditation or other required specializations in the Sector.
6. To liaise and collaborate with various associations in the Sector or otherwise by suitable means (memorandum of understanding, collaboration agreements, partnering arrangements and others) for course content development, arrangement of apprenticeships within the Sector.
7. To recruit trained manpower and source trainers and experts to ensure adequate participation by them in achieving the objects of the Company.
8. To devise , authorize and suggest suitable model(s) to the NSDC/ Appropriate Governmental Authority, for establishment, development and operation of new sector skill centres, their governance, accreditation, inter-centre linkages.
9. To accept grants, donations, assistance from public bodies, corporations, companies or persons or trusts and foundations for the purposes of achieving the objects of the Company and to manage efficient, effective and permissible fund flow and fund utilization in consonance with the objects stated herein.
10. To borrow or raise such moneys within India as may be required by the Company for fulfilling its objects, by the issue of bills of exchange, promissory notes or other obligations or securities of the Company, or by mortgage / pledge / hypothecation of all or any part of the property of the Company subject to such conditions as imposed by the Board in consonance with NSDC/ Appropriate Governmental Authority.
11. To pay salaries/wages/fees including consultancy, retainer-ship fee, sitting fee or rent and incur all other expenses needed in fulfillment of the objects of the Company.
12. To enter into any arrangements with any Government(s) or authorities whether Central, State, municipal, local or any other person, that may seem conducive to the objects of the Company.

13. To organize and participate in seminars, conferences, fairs related to the objects of the Company and to compile, collate, edit and publish technical reports and papers related to the objects of the Company.
14. To purchase, take on lease or in exchange, hire or otherwise acquire any movable or immovable property, and in particular any land, building, workshops, factories, laboratories, machinery, plant apparatus, appliances, trades, trademarks, licenses, permits, intellectual property rights (IPRs), and any rights or privileges necessary or convenient for the purpose of meeting the objects of the Company.
15. To construct, erect, develop, improve, or alter and keep in repair any building acquired or used by or for the Company and to pull down or demolish or dispose off any building not so required or for renovation and reconstruction and to maintain, deal with, manage, control and administer the same.
16. To pay all expenses, preliminary or incidental to the formation of the Company and its registration.
17. To establish, support, or aid in the establishment of associations, institutions, funds and trusts as may be required in furtherance of the objects of the Company.
18. To collect fees including membership fees, service charges, consultancy charge, compensations or such other monies as may be required in due course of functioning of the Company and in furtherance of its objects.
19. To hold shares in any other company or association, with objects similar to its own and to have branches all over India and elsewhere.
20. To run educational institutions/training institutions, research institutions, training of trainers establishment and any other establishment as may be required in due course of functioning of the Company and in furtherance of its objects, and publish books, reports/journals, magazines, newspapers, periodicals, thesis, researches, writings, discoveries, documents, news and information.
21. To appoint legal and technical advisers (not being Members), bankers for the Company and to pay the necessary expenses for the same.
22. To draw, make, accept, endorse, discount, execute and issue cheques, promissory notes, hundies, bills of lading, railway receipt and other negotiable instruments of all description in connection with the Company's business.
23. To do all such other lawful things as considered necessary for the furtherance of the above objects :

Provided that the company shall not support with its funds, or endeavour to impose on, or procure to be observed by its members or others, any regulation or restriction which, as an object of the company, would make it a trade union.




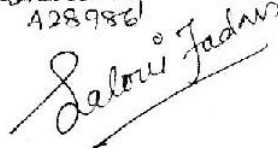
4. The objects of the company extend to the whole of India.
5. (i) The profits, if any, or other income and property of the company, whensoever derived, shall be applied, solely for the promotion of its objects as set forth in this memorandum.  
  
(ii) No portion of the profits, other income or property aforesaid shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise by way of profit, to persons who, at any time are, or have been, members of the company or to any one or more of them or to any persons claiming through any one or more of them.  
  
(iii) No remuneration or other benefit in money or money's worth shall be given by the company to any of its members, whether officers or members of the company or not, except payment of out-of-pocket expenses, reasonable and proper interest on money lent, or reasonable and proper rent on premises let to the company.  
  
(iv) Nothing in this clause shall prevent the payment by the company in good faith of prudent remuneration to any of its officers or servants (not being members) or to any other person (not being member), in return for any services actually rendered to the company.  
  
(v) Nothing in clauses (iii) and (iv) shall prevent the payment by the company in good faith of prudence remuneration to any of its members in return for any services (not being services of a kind which are required to be rendered by a member), actually rendered to the company;
6. No alteration shall be made to this memorandum of association or to the articles of association of the company which are for the time being in force, unless the alteration has been previously submitted to and approved by the Registrar of Companies, Mumbai, Maharashtra.
7. The liability of the members is limited.
8. The authorise share capital of the company will consist of Rs. 1,00,00,000/- (Rupees One Crore Only) comprising of 400 (Four Hundred) equity shares of Rs.25,000/- (Rupees Twenty Five Thousand only) each.
9. True accounts shall be kept of all sums of money received and expended by the company and the matters in respect of which such receipts and expenditure take place, and of the property, credits and liabilities of the company; and, subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations of the company for the time being in force, the accounts shall be open to the inspection of the members. Once at least in every year, the accounts of the company shall be examined and the correctness of

the balance-sheet and the income and expenditure account ascertained by one or more properly qualified auditor or auditors.

10. If upon a winding up or dissolution of the company, there remains, after the satisfaction of all the debts and liabilities, any property whatsoever, the same shall not be distributed amongst the members of the company but shall be given or transferred to such other company having objects similar to the objects of this company, subject to such conditions as the Tribunal may impose, or may be sold and proceeds thereof credited to the Rehabilitation and Insolvency Fund formed under Section 269 of the Act.
11. The Company can be amalgamated only with another company registered under section 8 of the Act and having similar objects.

12. We, the several persons whose names, addresses, descriptions and occupations are hereunto subscribed are desirous of being formed into a company not for profit, in pursuance of this Memorandum of Association:

We respectively agree to take the number of shares in the capital of the company set opposite to our respective names.

Sr. No.	Name, Address, Description and Occupation of Subscriber	Photograph of the Subscribers	Number of shares taken by each subscribers	Signature of the Subscribers	Signature, Name, Addresses, Description and Occupation of Witnesses
1.	<p>Asian Paints Limited (CIN. L24220MH1945 PLC004598)</p> <p>Regd Office 6A, Shantinagar Santacruz (E) Mumbai 400 055 Maharashtra</p> <p>Through authorised representative:</p> <p>K.B.S. Anand s/o. Shri Jagjit Singh Anand, Managing Director &amp; CEO</p> <p>Dir 03518282</p> <p>R/o: 251, Kalpataru Heights, Sane Guruji, Marg, Jacob Circle, Mumbai - 400011, Maharashtra.</p> <p>Vide Board Resolution dated 18.5.2015. At Mumbai</p>	<p>Being Company, no photograph</p>  	10 (Ten)		<p>I witness to Subscriber who has subscribed and signed in my presence at Mumbai on 7th August, 2015 Further I have verified their identification details (Identity Details (ID)) and satisfied myself as to the particulars as filled in.</p> <p>Saloni Fadnis, D/O, Saijay Fadnis R/o - 121A, Saijay '31, Devdoyal Road, Mukund (w) Mumbai - 80</p> <p>Associate member of the Institute of Company Secretaries of India Membership no:- 428986</p> <p></p>

Akzo Nobel India Ltd.  
(CIN: L24292 WB 1954  
PCC 021516)

Being Company (FEN)  
10

No Photo

Registered Office:  
Geetanjali Apartment,  
1st floor, 8-B,  
Middleton Street,  
Kolkata - 700071.



Through Authorized  
representatives:

Jayakumar Krishnaswamy

S/o Sh. Krishnaswamy  
Ramaswamy,

Managing Director

(DIN: 02099219)

R/o - 11C, 1st Floor, Kalputarni  
Estate J.V. Link Road, Andheri E  
Mumbai

Anita Rajasekaran

s/o Advisekhan

Rajasekaran,

Company Secretary

(DIN: 00160830)

R/o: 104 B, Hamilton  
Court, DLF City Phase - 4  
Gurgaon - 122009,  
Haryana.

Vide Board Resolution  
dated 28.5.2015.

At Gurgaon





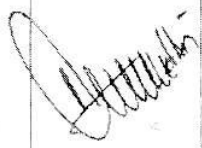

Jayakumar

Rajasekaran

I witness to  
subscribers who  
has subscribed  
and signed in  
my presence at  
Gurgaon on August 3,  
2015. Further, I  
have notified their  
identity details for  
their identification  
and satisfied  
myself of their  
identification  
particulars as filled  
in HARISH KUMAR  
S/o Mr. A.C. CHAUDH  
H-23, FF, Ramang  
Gurgaon, Gurgaon  
City, Sector-116,  
Gurgaon.

CHARTERED  
ACCOUNTANTS  
M. No. 292811

Jain

<p>3. Kansai Nerolac Paints Limited (CIN: L24202MH1920PLC000825)</p> <p>Registered Office: NEROLAC HOUSE G K Marg, Lower Parel, Mumbai - 400 013, Maharashtra</p> <p>Through Authorised Representative Pravin Digambar Chaudhari S/o Digambar Nardeo Chaudhari the Executive Director - Auto Division &amp; Supply Chain (DIN 02171823) R/o: 12, Juhu Goldmist, Gulmohar Road, J.V.P.D Scheme, Mumbai - 400049 Maharashtra. Vide Board Resolution dated 8.5.2015. At Mumbai</p>	<p>Being Company No Photo</p>  	<p>10 (TEN)</p>		<p>I witness to subscriber who has subscribed and signed in my presence at Mumbai on 31 July, 2015 Further I have verified his Identity Details (ID) for his identification and satisfied myself of his identification particulars as filled in Kiran Amburle S/o Balkrishna Amburle R/o: 505, Bldg. No. 53, Vikhroli (East), Mumbai Prof. Service PAN: APZPA8143A</p> 
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The Indian  
Paint Association  
Number - 5/4446

Registered Office:  
6, Nelaipuri Subhas  
Road, Kolkata  
- 700 001, West  
Bengal

Through authorized  
representative:  
Sangeet Mukherjee,  
S/o Siddhartha Kumar  
Mukherjee, The  
Secretary (IDN-09161460)  
at Kolkata

R/o - Block-2, 10F 11.100  
58, Mahatma Gandhi  
Road, Kolkata - 700 041  
West Bengal.  
Vide Resolution  
dated 24-4-2015.  
At Kolkata.

Being  
Society  
no profit



200 nos

(Two  
hundred  
only)

number

I Witness to  
Subscribers and  
have subscribed  
and signed in  
my presence  
at Kolkata on  
24.04.2015  
Further I have  
verified their  
identification and  
SALTS and myself  
of their identification  
particulars as  
filled in  
CHANDI PRASAD  
JEN

S/o BASANT  
KUMAR JEN  
P/O 24 CHOWDHURY  
ROAD, 1st FLOOR  
KOLKATA 700087  
(Company Secretary)

N/A - 22019  
CPRO - 8023

Chandi

(5) Premium Coatings  
and Chemicals Pvt.  
Ltd  
CIN-(U24222TN1998PT  
C034591)

Registered office—  
No.19-North Phase  
SIDCO INDUSTRIAL  
ESTATE, AMBATTUR  
CHENNAI - 600098  
(T.N.)

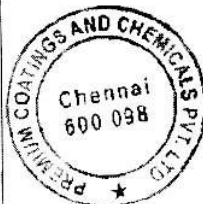
Through authorized  
representative

NAVEEN KUMAR  
BHATIA - M.D.  
S/O OMPRAKASH BHATIA  
DIN - 00581159

at Chennai

R/O - NO.2A, VAIKUNTH  
NO.19, RUTLAND GATE,  
4th STREET NUNGAMBAKKAM  
CHENNAI - 600006, (T.N.)  
Vide Board Resolution  
dated 16.4.2015  
AT - CHENNAI.

Being Company  
No Photo



(FOUR)  
4

I witness to  
Subscribers who  
have subscribed  
and signed in  
my presence at  
Chennai on  
29/7/2015.  
Further I have  
verified their  
identify Details  
for their  
identification  
and satisfied  
myself of their  
identification  
particulars as  
filled in

N RAJA RAGAN  
S/o S. MUTHU SAMI  
1/137 Ethirajulu St  
Madipakkam  
Chennai 600 091

ADVOCATE  
K/81/2014

M. Gopinath

6

Punjab Paint Colour  
+ Varnish Works (P)  
Ltd.  
(CIN-U24222WB  
1993 PTC 058405)

Registered Office: 4c  
Nandan Street, PS  
How Bazar, Kolkata  
West Bengal

Through Authorised  
Representative:

Promod Kumar Khanna  
S/o Late Radha Kishan  
Khanna, the  
Director (DIN-001169  
26) at Kanpur  
R/o - 7/30-B Tilak Nagar,  
Kanpur - 208002, U.P.  
Vide Board Resolution  
dated 21.4.2015.  
At Kanpur.

Being Company  
No Photo



01

(One Only)

I witness to  
subscribers who  
have subscribed  
and signed in  
my presence at  
Kanpur on  
31-07-2015.

Further I have  
verified their  
Identity Details  
(ID) for their  
identification  
and satisfied  
myself of their  
identification  
particulars as  
filled in:-

Anshu Gupta  
C.S. ANKIT GUPTA  
S/o Shri Ashok Gupta  
R/o Flat No. 405,  
IVth Floor,  
Gulmohar Garden  
Phase-II,  
Shastri Nagar,  
Kanpur (U.P.)  
Company Secretary  
Membership No. F-7693

Total Number of Shares  
subscribed

235 (Two Hundred and Thirty-five)

Dated this 7th day of August 2015, at Mumbai.