

(THE COMPANIES ACT 2013)
(COMPANY LIMITED BY SHARES)
(Incorporated under the Companies Act, 1956)
MEMORANDUM OF ASSOCIATION
OF
SURAJ INDUSTRIES LIMITED

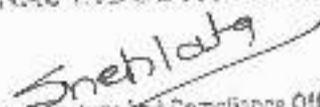
- I. The name of the Company is SURAJ INDUSTRIES LIMITED.
- II. The Registered Office of the Company will be situated in the State of NCT of Delhi.*
- III. The objects for which the Company is established are:

(A) THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE :-

1. To produce, manufacture, treat, process, prepare, refine, import, export, purchase, sell, distribute and generally to deal in as principals or as agents, either solely or in partnership with others, all type and kinds of cement, ordinary white, coloured, Portland, Pozzolana, Alumina, Blast furnace, Silica and all other varieties of cement lime and limestone, clinker and/or bye products thereof, as also cement, products of any or all descriptions, such as pipes poles, slabs, asbestos sheets, blocks tiles, garden-wares, plaster of Paris, lime pipes, and articles, things, compounds and preparations connected with the aforesaid product and in connection therewith to take on lease or otherwise acquire, construct, establish, work, operate and maintain factories, quarries, mines and workshops.
2. To carry on the business as sellers of and dealers, distributors and contractors in cements of all kind, lime, plasters, whiting, clay, gravel, sand, minerals, earth, coke, fuel, gypsum, coal, jute, hessian cloth, gunny bags, paper bags, artificial stone and articles made out of cement and cement products.
3. To carry on the business of manufacturing, buying, sailing, refining, expelling preparing, crushing, grinding, importing, exporting, distributing, milling, storing, extracting, and otherwise dealing in all kinds and classes of oil seeds, oil cakes and vegetable oils, whether edible or non-edible, and all or any kind of bye-products and ingredients thereof.
4. To sell, import, export, improve, process, prepare, preserve, manufacture and market and to carry on the business of canners, preservers, growers developers formulators of and dealers in fruits, vegetables, herbs, flowers, drinks, fluids, fruit concentrates and other fresh and preservable products and generally to carry on the manufacture and trading in Jams jelly, pickles, Cider, Chatney, Marmalade, Vinegar, Ketchup, juices, Squashes, Syrup, Powders (edible), Drinks, Sausages, GelativesEssences, Ice creams, Milk preparations, Sausages, and other eatables.
5. To cultivate, process, produce, manufacture, import, export and deal in agricultural, vegetables, fruits and fruit products, cash crops and provisions of all kinds and to buy, sell, manufacture and trade in any goods usually traded in any of the above business such as staple, foods and medicinal preparations from vegetables fruits, milk or any substitute for any of them.

* The Members of the Company approved shifting of the Registered Office of the Company from the State of Himachal Pradesh to the State of NCT of Delhi and consequent alteration in Clause II of the Memorandum of Association of the Company by passing Special Resolution in the Extra-Ordinary General Meeting held on May 30, 2024 and this alteration is subject to the approval of the Central Government and other necessary approvals, wherever required and in compliance of this the Company had filed MGT-14 vide SRN dated AA8869485 along with required documents with the concerned Registrar of Companies, however the approval of the Central Government is yet to be obtained.

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6. To carry on the business of bottling, either as principals or as agents either solely or in partnership with other, of juice, jams and other liquid substances and to deal, sell, purchase, import and export, the empty bottles.
7. To carry on the business of production, manufacture, sale, purchase, processing, refining, deal in, blend, import, export, buy and sell, and process of Vanaspati Ghee, solvent extraction of oil, refining of oil, food products and frozen, unfrozen, dehydrate, cereal products, beverages, coffee, cocoa, fruits, vegetables, milk products, poultry products, dairy and dairy products, bakery products, vegetable and edible oils, juices, sauces, Jams and jellies, pickles, spices.
8. To manufacture, produce, refine, prepare, import, export, purchase, sell, and generally to deal in sugar beets, sugar cane, gur, rab, khandasari, molasses, syrups and alcohol of all kinds and all sugar products and by-products thereof.
9. To carry on the business of manufacturers, distillers and refiners of wine and spirit makers, brewers, and dealers in methylated spirit, rectified spirit, power alcohol and trade in all kinds of wine, beer spirits and alcoholic liquors.
10. To carry on the business of manufacturers, process, design, buyers, sellers, exporters, importers and dealers in all kinds of card board packing gunny bags, containers, bottles, poly jars, pouch packs, whether made of plastic or tin, any man made fibres, leather or other materials.
11. To purchase, hold, acquire mines, mining lease, mining licenses, rights, mining claims and metalliferous lands and to explore, search, work exercise, develop, treat all sorts of major and minor minerals, working deposits of all kinds of minerals and sub-soil mineral and to crush, win set, quarry, smelt, calcine, refine ore, metal and mineral substances of all kinds.

(B) THE OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS STATED IN CLAUSE (A) ARE :-

1. To purchase, or otherwise acquire, own, import all materials, substances, appliances, machines, containers and such other articles and apparatus and things capable of being used in any of the business and to own, lease and otherwise acquire and use facilities of whatever kind as may be conducive to the effective working of the main business or any part thereof.
2. To acquire, build, construct alter, maintain, enlarge pull down remove or replace and to work, manage and control any buildings, offices, factories, mills, shops, machinery, engines, roadways, tramways, railways, branches or siding, bridges, reservoir, water courses wharves, electric works and such other work and conveniences which may seem necessary to achieve the main object of the company.
3. To buy, sell, repair, alter, improve, exchange, let out on hire and import. plants, machinery, tools utensils, appliances, apparatus, products materials, substances, articles and things capable of being used in any business which this company is competent to carry on and to manufacture, experiment with, all products residual and by-products incidental to or obtained in the businesses carried on by the Company.
4. To purchase, take on lease or tenancy or in exchange, hire, take options, over or otherwise acquire any estate or interest whatsoever and to hold, develop, work concessions grants, decrees, licences, privileges, claims, options, leases, property, real or personal rights or powers of any kinds which may appear to be necessary for the business of the Company.

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5. To pay for preliminary and pre-incorporation expenses of the Company.
6. To sell, exchange, mortgage, let on lease, royalty or tribute, grant licences easements, options and other rights over and or dispose of the whole or any part of the undertaking, property, assets, rights and effects of the Company for consideration as may be thought fit and in particular for stocks, shares, debentures whether fully or partly paid-up or securities of any other company having main objects whole or in part similar to those of the Company.
7. To pay for any rights or property acquired by the Company and to remunerate any person, firm or body corporate rendering services to the Company either by cash payment or by allotment to him or them of shares or securities of the Company as paid up in full or in part otherwise.
8. To lend and advance money, in connection with the main business either with or without security and give credit, to such persons (including Government) and upon such terms and conditions as the Company may think fit, provided that the Company shall not carry on banking business within the meaning of Banking Regulations Act, 1949.
9. To undertake financial and commercial obligations, transactions and operations of all kinds in connection with the main business of the Company.
10. To guarantee the performance of any contract or obligations and the payment of money or dividends and interest on any stock, shares or securities of any company, corporation, firm or person in any case in which such guarantee may be considered directly or indirectly to furthering the objects of the Company.
11. To guarantee the payment of money unsecured or payable under or in respect of promissory notes, bonds Debenture stocks, contracts, mortgages, or charges, obligations, instruments, securities of any company or of any authority, supreme, municipal, local or of any persons whether incorporated. or not incorporated, and generally to guarantee or become sureties for the performance of any contracts or obligations as may be necessary for the business of the Company.
12. To subscribe for, acquire, hold and sell shares, share-stock, debentures, debenture-stocks, bonds, mortgages, obligations securities of any kind issued or guaranteed by any company (body corporate undertaking) of whatever nature and howsoever constituted or carrying on the business and to subscribe for, acquire hold and sell shares, debentures and debenture-stocks, and debenture-bonds, mortgages, obligations and other securities issued or guaranteed by any Government, commissioners, trust, Municipal, local or other Authority or body of whatever nature, whether in India or elsewhere as may be conducive to the business of the Company.
13. To invest in other than investment in Company's own shares any money of the Company not immediately required, in any investments, movable or immovable as may be deemed proper and to hold, sell or invest in shares or stock in the company as may be necessary for the business of the Company.
14. Subject to Section 58A, 292 and 293 of the Companies Act, 1956 and the Regulation made thereunder and the directions issued by Reserve Bank of India, to receive money on - deposit or loan and borrow or money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture-stock (perpetual or otherwise) and to secure the payment of any money borrowed, raised or owing on the mortgage, charge or lien upon all or any of the property or assets of the Company (both present or future) including its uncalled capital and also by similar mortgage, charge

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or lien to secure and guarantee the performance by the Company, or any other such person or Company, or any obligation undertaken by the Company.

15. To draw, make, accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory notes, bills of lading, debentures, and such other negotiable or transferable instruments or securities of all types.
16. To apply for, purchase or otherwise acquire and protect, prolong and renew in any part of the world, any patents, and patent rights, brevets d'inventions, trade marks, designs, licences, protections and concessions conferring any exclusive or non-exclusive or limited right to their use other information as to any invention, process or privileges which may seem capable of being used or any of the objects business of the Company or the acquisition of which may seem calculated directly or indirectly, to benefit the company and to use, exercise, develop or grant licences or privileges in respect of the property, rights and information so acquired.
17. To spend money in experimenting upon and testing and in improving or seeking to improve any patents, rights inventions, discoveries, processes or information of the Company or which the Company may acquire or purpose to acquire.
18. To do all or any of the above things either as principals, agents, trustees, contractors or otherwise and either alone or in conjunction with others and either by or through agents, sub-contractors, trustees or otherwise.
19. To acquire and takeover all or any part of the business, property and liabilities of any person, firm or company carrying on or proposing to carry on any business which this Company is authorised to carry on or possess property suitable for the main business of the Company.
20. To procure the registration or recognition of the company in or under the laws of any place outside India.
21. To form, incorporate or promote any company or companies whether in India or elsewhere having amongst its or their objects the acquisition of all or any of the assets or controls management or development of the Company or any other objects which in the opinion of the Company could or might directly or indirectly assist the Company in the management of its main business or the development of its properties or otherwise prove advantageous to the Company and to pay all or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit, for services rendered or to be rendered in or about the formation or promotion of the Company or the conduct of its main business or in or about the promotion of any other such company in which the Company may have an interest.
22. Subject to the provisions of Section 391 to 394 and 394A of the Companies Act, 1956, to amalgamate or to enter into partnership or any arrangement for sharing profits, union of interest, co-operation, joint venture or reciprocal rights with any person or persons or company or companies carrying on or engaged in the main business of the company.

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23. To enter into any arrangements and take all necessary or proper steps with Governments or with other authorities, supreme, national, local, municipal or otherwise of any place in which the Company may have interests and to carry on any negotiations or operations for the purpose of directly or indirectly carrying out the main objects of the Company or effecting any modification in the constitution of the company or for furthering the interests of the members and to oppose any such steps taken by any other company, any firm or person which may be considered likely, directly or indirectly to prejudice the interest of the Company or its members and to assist in the promotion whether directly or indirectly of any legislation which may seem advantageous to the company and to obtain from any such Government authority and company any charters, contracts, decrees, rights, grants, loans, privileges, or concessions which the company may think fit desirable to obtain and carry out, exercise and comply with any such arrangements, charters, decrees, rights, privileges or concessions.
24. To adopt such means of making known the main business of the Company as may seem expedient and in particular by advertising in the press by circulars, by purchase and exhibition of works of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations.
25. (a) To undertake and execute any trust, the undertaking of which may seem to the Company desirable and either gratuitously or otherwise and vest any real or personal property, rights or interests acquired by or belonging to the company in any person or Company on behalf of or for the benefit of the company and with or without any declared trust in favour of the Company.
- (b) To accept gifts including by way of Awards/prizes from Govt. and semi-Govt. Bodies and to give gifts and donations to create trusts for the welfare of employees, members, directors and/or their dependents, heirs and children for deserving objects for and such other persons, also to act as trustees.
26. To apply the assets. of the Company in any way in or towards the establishment, maintenance or extension of any association, Institution or fund in any way connected with any particular trade or business or commerce and particularly with the trade, including any institution or fund for the interest of masters, owners against loss by bad debt, strike, ' combustion, fire, accident or for the benefit of any. employee, workman or others at any _ time employed by the Company or any of its predecessors in business or the dependents and whether or not in common with other persons or classes of persons and in particular of friendly, co-operative and reading rooms, libraries, educational and charitable institutions dining and recreation rooms, churches, chapels, schools, and hospitals and to grant gratuities, pensions .and allowances and to contribute to any funds raised by public or local subscription for any purpose.
27. To aid pecuniary or otherwise, any association, body or movement having for an object the solution, or settlement of industrial or labour problems or troubles or the promotion of industry or trade.
28. To subscribe or guarantee money for any national, charitable, benevolent, public general or useful object or for any exhibition subject to the provisions of sections 293A of the Act.
29. Subject to the provisions of the Gift Tax Act, 1956 and the statutory amendments, thereof, the Company has power to make and receive assets either in cash or other such movable or immovable properties.

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30. To establishment and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefits of and give, procure the giving of donations, gratuities, pensions, allowances or emoluments to any persons who are or were at any time in the employment or service of the Company or are allied to or associated with the company or with any such subsidiary Company or who are or were at any time Directors or officers of the company as aforesaid and the wives, widows, families and dependents of any such persons and also establish and subscribe to any institutions, associations calculated to be for the benefit of or to advance the interest and well-being of the Company or of any such other Company as aforesaid and make payments to or towards the insurance of any such persons as aforesaid and do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.
31. To distribute among the members in specie or otherwise any property of the Company, or any proceeds of sale or disposal of any property of the company, in the event of its winding up but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by the Companies Act, 1956.
32. To create, issue and allot equity, preference and guarantee shares or stock and to redeem, cancel and accept surrender of such shares or stocks.
33. To enter into partnership or into any arrangement for sharing profits into any union of interests, joint-venture, reciprocal concession or cooperation with any person or persons or company or companies carrying on, or engaged in, or about to carry on or engage in or being authorised to carry on, or engage in any business or transaction which this company is authorised to carry on or engage in or any business or transaction capable of being conducted so as directly or indirectly to benefit this company.

(C) OTHER OBJECTS:

1. To carry on, in any mode, the business of stock-keepers in all its branches and in particular to buy, sell and deal in goods, stores, consumable articles, chattels and effects of all kinds, both wholesale or retail.
2. To carry on business as importers and exporters of goods or merchandise of any description or to act as shippers, commission agents, advertising agents, travelling agents, transport agents, forwarding and clearing agents, brokers estate agents and hardware merchants.
3. To carry on the business of manufacturers and dealers of automobile parts, accessories, ancillaries, stores and spares and to engineer, develop, design assemble, manufacture, produce, import. and export, buy, sell and otherwise deal in Tractors, Cars, Motorbikes, Cycles, Mopeds, petroleum and petroleum products, glass and glass products, industrial, mining, agricultural and such other machines and all types of tools, plants, equipment, instruments, appliances of all description made of metal, alloy, glass, synthetic and other such fibres, chemical and PVC compounds, Plastics & or any other such material related thereof.
4. To carry on the business of electrical engineers, electricians, engineers, contractors, manufacturers, suppliers and dealers in electrical and other appliances, cable, wire-lines, dry-cells, accumulators, lamps and works and to generate, accumulate, distribute and supply electricity for the purpose of light, heat, motive power and for all other purposes for which electrical energy can be employed and

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to capable of being used in connection with the generation, distribution, supply, accumulation and employment of electricity, including in the term electricity all power that may be directly or indirectly derived therefrom or may be incidentally hereinafter discovered in dealing with electricity.

5. To manufacture and/or produce and/or otherwise engage in the manufacture or production of or dealing in electrical kilowatt hour meters, magnets, electromagnets, power cables industrial jewels, ammeters, voltmeters and other types of measure instruments, electrical or non-electrical, die castings, screws, nuts, and bolts, transformers of all types, circuit breakers, punched card machines, computers and calculators and their accessories, hoists, elevators, trolleys and coaches, winches, power generators, magnetic separators, winders, air compressors, welders, fans of all types, switches and motors of all types, drills, electric grinders, air-conditioners, refrigerators, washing machines, television and wireless apparatus including radio receivers and transmitters, electronic instruments, videos, transistors and allied items, watches and clocks, cameras and any house-hold appliances and any equipment used in the generation, transmission and receiving of sound, light and electrical impulses; and components or parts thereof.
6. To carry on the business as mechanical engineers, machinists, fitters, mill-wrights, founders, wire drawers, tube metallurgist, saddlers, galvanizers, japanners, annealers, enamellers, electroplaters and painters.
7. To carry on a general business of providing comparative information about the characteristics, interest or other attributes of individuals, communities, organisations, countries or other social units and of any articles or commodities or economic trends or persons whatsoever, to design, invest, prepare, own, make and lease, sell or otherwise dispose of and generally to deal in and with computers, data processing machines, tapes, cards, memory equipment or any other equipment and materials of every kind and description useful in connection with the business, to license or otherwise authorise others to engage in the foregoing and to engage in general research and development in areas related to or involving the foregoing.
8. To grow, take on lease, acquire, develop, deal in plantations and to process in all aspects, timber wood, plywood and all kinds of wood and to make products where wood is a constituent part and to design, develop, fabricate any products involving the use of wood.
9. To produce, manufacture, use, or otherwise acquire, sell, distribute, deal in and dispose of, alkalies and acids, gases, compounds, fertilizers, chemicals and chemical products of every nature and description and compounds, intermediates, derivatives and by-products thereof and products to be made therefrom (hereinafter for convenience referred to generally as, chemicals and products) including specifically, but without limiting the generality of the foregoing, calcium carbide, calcium cyanamide, vat, solubilised vat, azoic salts, naphthols, all type of flotation reagents, wetting agents, insecticides and fumigants, plastics and resins, dye stuffs, explosives, catalytic agents, foods, direct colours, basic and rapid fast colours, pigments, drugs, biologicals, pharmaceuticals, scrums, vitamin products, hormones, sutures, ligatures, drugs for disease or disabilities, in men or animals, and products derived from phosphate mines, limestones, quarries, bauxite-mines, petroleum, natural gas and such other natural deposits useful or suitable in the manufacture of chemicals and chemical products as herein-above defined.
10. To manufacture, produce, refine, prepare, store, sell and to trade and deal in petroleum and all kinds of mineral oils, all products and bye products thereof including wax, paraffin, soap, paint,

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varnish, lubricants, illuminants and butter substitute, oil, cloth, candles, glycerin, steaming and in connection therewith to acquire, construct, repair, operate and use oil and such other refineries, buildings, mills, factories, oil wells, derricks, distilleries, ghanies, rotaries, expellers, mechanical or hydraulic press.

11. To carry on the business of manufacturers and dealers, importers and exporters of natural and synthetic resins, moulding powders, adhesives and cements, oil paints, distempers, cellur paints, colours, varnishes, enamels, gold and silver leaf enamels, spirits, tobacco, cigars, snuff, soap, cosmetics, perfumes, medicines, drugs, dyes, fats, waxes, hides, skins and leather and such other allied articles thereof.
12. To carry on development and research work and to manufacture process, import, export, buy, sell and deal in petroleum coke, calcined, coke and coaltar, anthracite coal and to draw out, manufacture and deal in coaltar, canlion products and such other by-products as may be possible and to utilise waste gases for industrial uses and purposes.
13. To engineer, develop, design, assemble, manufacture, produce, import, export, buy, sell, operate, run, let on hire and otherwise deal in:
 - (a) all kinds of earth moving and agricultural machines, petrol and diesel engines, tools, plants, tractors, equipment, spares, appliances, implements, accessories, mobile or otherwise.
 - (b) heavy vehicles and machines for agricultural and land reclamation, drainage, irrigation, water works, engineering, forest clearing, pumping and such other purposes thereof.
 - (c) spraying machines, vehicles and equipments whether mobile or other-wise.
 - (d) mobile workshops and garage equipment for repair and service machinery
 - (e) tubewells, pumps, floating or otherwise, motors and irrigation machinery.
 - (f) transportation equipments for movements of its products or stores machines or personnel as general purpose freight carriers.
14. To undertakes the business of distribution and application of chemicals, fertilizers and pesticides, aerial or otherwise and to maintain and run vehicles, aeroplanes and equipments for spraying and to run the said vehicles and aeroplanes for hire and as passenger carrying crafts also.
15. (a) To construct a cinematograph theatre and such other building and works and conveniences, for purpose thereof said and to manage, maintain and carry on the said theatre and to let out such other buildings when so erected or constructed.
- (b) To carry on the business as proprietors and managers of theatre (cinemas, picture places and concert halls) and to provide for the production, representation and performance (whether by mechanical means or otherwise) of operas, stage plays, operattas, burlesques, vaudevilles, revues, ballets, pantomimes, spectacular pieces, promenade, and such other concerts, musical and dramatic performances and entertainments of all types.
- (c) To carry on the business of restaurant keepers, wine and spirit merchants, licensed victuallers, theatrical agents, box office keepers, dramatic and musical literature, publishers and printers.
- (d) To manufacture films and such other appliances and machines in connection with mechanical reproduction or transmission of pictures, movements, music and sounds and to organise and conduct theatrical production and entertainment of all kinds.

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- (e) To enter into agreements with author or such other persons, for the dramatic or other rights of operas, plays, films, operatus-burlesque, vaudevilles, revues, ballet, pantomimes, spectacular pieces, musical compositions and other dramatic and musical performances and entertainments or for the representation thereof in India and elsewhere, as well as of foreign rights and to enter into engagements of all kinds with artists and such other persons related thereto.
16. To carry on business as tourist's agents and contractors and to facilitate travelling and to provide for tourists and travelers and promote the provision of conveniences of all kinds in the ways of through tickets, circular tickets, sleeping cars or berths, reserved places, hotel and lodging accommodation, guides, safe deposits, inquiry bureaus, libraries, lavatories, reading room, baggage transport and otherwise.
17. To carry on business of hotel, cafe, restaurant tavern, beer house, restaurant room boarding and lodging house keepers, beer merchants, maltsters, manufacturers of aerated minerals and artificial waters and other drinks, purveyors, caterers for public amusements, coach cab, carriage and motorcar proprietors ; livery, table and garage-keepers, importer, and brokers of food, live and dead stock, hairdressers, perfumers, chemists, proprietors of clubs, baths, dressing rooms, laundries, reading, writing and newspaper rooms, libraries, grounds and places of amusements and recreation, sports, entertainment and instruction of all kinds, tobacco and cigar merchants, agents for railways road, air and shipping companies and carriers, theatrical and opera-box office proprietors and general agents and to provide services and facilities of all kinds commercial basis that may be required for the tourist and entertainment industry.
18. To promote, establish, acquire and run or otherwise carry on the business of any plastic or rubber industry or business of manufacture of materials for use in such industries or business such as wax, paper, Bakelite, plywood, celluloid products, chemicals of all sorts and such other articles or things and similar or allied products, or process thereof.
19. To carry on business of processors, combers, spinners, weavers, knitters, manufacturers, dyers, bleachers, finishers, laminators, balers and pressers of any fibrous or textile material whether an agricultural or animal or natural product or its bye-products or chemical or synthetic fibre and specially jute, hemp, silk, cotton, wool, mesta, nylon, terene, terylene, staple fibre or other synthetic fibre and to manufacture and produce from such raw material or textile material and to carry on the business of buyers, sellers and dealers of all such raw or processed or semi-processed material and to transact all manufacturing, cutting and preparing, process and mercantile business that may be beneficial to the said business.
20. To carry on the business of transport, cartage and haulage contractors, garage proprietors, owners and charters of road vehicles, aircrafts, ships, tugs, barges, and boats of every description, lighter men, carriers of goods and passengers by road, rail, water or air, car men, cartage contractors, stevedores, wharfingers, cargo superintendents, packers, haulers, warehouse-men, store-keepers, and jobmasters.
21. To carry on the business of farming, horticulture, floriculture, sericulture, dairies, cultivators, of all kinds of food grains, seeds, fruits, proprietors of orchards and traders, exporters, dealers, and sellers of the products, of farming, dairy, horticulture, floriculture, sericulture and pisciculture and fishing and manufacturers of drinks, alcoholle or otherwise, and beverages produced fram such products or otherwise, to carry on the business of cultivators, growers,, manufacturers, millers,

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grinders, rollers, processors, cold stores, canners and preservers and dealers of food grains and such other agricultural, dairy, horticultural and poultry products, fruits, vegetables, herbs, medicinal flowers, drinks, fluids, and such other fresh and preservable products and to extract by-products and derivatives ' whether edibles, pharmaceutical medicines or any other such kind or nature whatsoever and food preparations of every kind and description and generally the business or manufacture of and trading in preserved, dehydrated, canned or converted agricultural products, fruits and vegetables, foods dairy and poultry products and articles and other derivatives of all kinds and descriptions and to set up and run machinery for processing and preserving the same.

22. To establish experimental farms and research stations anywhere in India for conducting experiments, tests and research for developing better qualities of food grains and agricultural products and for developing milk strain in cattle by cross breeding or otherwise and increasing eggs laying capacity in poultry and also for finding such other ways and means of improving other such agricultural crops, produce, seeds fodder crops and cattle feed of all kinds.
23. To manufacture, process, chemically, electrically or by any other such means refine, extract, hydrolize, manipulate, mix, de-odarise, grind, bleach, hydrogenate, buy, sell, import, export, produce or otherwise deals in seeds and agricultural products, food products, dietic products and preparations of patent drugs and proprietary articles of all kinds, whether basic or derived and in all forms and in particular protein foods and all such other ingredients thereof.
24. To buy, sell, deal in shares and securites, foreign exchange, gold, silver, cotton, jute, hessian, oil, oil-seed and hold them as permitted under the law, from time to time, in force.
25. To organise, run, maintain, operate, promote the business of interior decorators, furniture and carpet designers and manufacturer, boutiques, operators of fashion centres, fashion shows and to make, acquire, deal in any way in handicrafts, objects of art, precious stones, jewellery, whether artificial or otherwise and articles wherein precious stones may be used, in textile fabrics and to manufacture and deal in any products as are dealt in by boutiques, fashion shows and interior decorators.
26. To establish, provide, 'maintain and conduct research and such other laboratories, training colleges, schools and other institutions for the training, education and instruction of students and others who may desire to avail themselves of the same and to provide for the delivery and holding of lectures, demonstrations, exhibitions, classes, meetings and conferences in connection therewith.
27. To be interested in promoting or undertaking the formation and establishment, and to take, hold and dispose of shares in such organisations institutions, businesses or companies, Whether industrial, hoteliers, restaurants, agricultural, trading, manufacturing or otherwise as may be considered to be conducive to the profit and interest of the company and also to acquire, promote, aid, foster, subsidise or acquire interests in any such industry or undertaking.
28. To acquire, from or sell to any person, firm or body corporate or, unincorporate, whether in India or elsewhere technical and managerial information, know-how, processes, engineering, manufacturing, operating and commercial data plants, layouts and blue prints useful for the design, erection and operation of any plant or process of manufacture and to acquire and grant to licence

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other rights and benefits in the foregoing matters. and things and to render any kind of management and consultancy services.

29. To carry on business as general commercial, colour, craft and graphers, photographers, engravers, die-makers, publishers of newspapers, books, magazines, art and musical productions, plan and chart printers, press and advertising agents, contractors, ink, die and colour manufacturers, manufacturers and dealers in containers and components and dealers in printing machines, type and all printers supplies, book binders and stationers and dealers in all kinds of supplies and equipments for mercantile and such other uses thereof.
30. To carry on the business of manufacturers of all dealers in all kinds of classes of paper and pulp such as assulphate and sulphate wood, pulp, mechanical pulp and soda pulp an paper including transparent, vellum, writing, printing, glazed, absorbent, news print, wrapping, tissue, cover, blotting, fliter, bank or band, badami, brown, buff or coloured, lined, azure, laid, grass or water-proof, hand-made, parchment, drawing, craft, carbon, envelope, and box and straw duplex and triplex board and all kinds of articles in the manufacture of which any pulp, paper or boards is used and also to deal in or manufacture artificial leather of all varieties, grades and colour.
31. To acquire and hold shares stocks, debentures, debenture stocks, bonds, obligations and securities issued or guaranteed by any company constituted or carrying on business in the Republic of India or elsewhere any debentures, debentures stocks, bonds, obligations and securities issued or guaranteed by any government, sovereign-ruler, commissioners, public body or authority, supreme, municipal, local or otherwise, whether at home or abroad, to acquire any such shares, stocks, debentures, debenture stocks, obligations or securities by original subscription, tender, purchase, exchange or otherwise and subscribe for the same either conditionally, or conditionly or otherwise and to guarantee the subscription thereof and to exercise and enforce all rights and powers conferred by or incidental to the ownership thereof, to issue shares, debenture stocks, bonds, obligations and securities of all kinds and to frame, constitute and secure the same, as may seem expedient, with full power to make the same transferable by delivery or by instrument of transfer or otherwise and either perpetual or terminable and either redeemable or otherwise and to charge or secure the same by trust deed or otherwise on the undertaking of the company, or upon any specific property and rights, present and future of the company (including if thought fit, uncalled capital) or otherwise however, to export, import, buy, sell, barter, exchange, pledge, make advance upon, invest in and otherwise deal in gold, silver, bullion, stocks, shares, securities of all kinds and description.
32. To secure sound investments of foreign capital in Indian undertakings and enterprises and Indian Capital in foreign undertakings and enterprises.
33. To carry on the profession of consultants on management, employment, engineering.
34. To carry on the business as manufacturers of or dealers in glass products such as sheet and plate glass optical glass, glass wool, laboratory ware and thermometers.
35. To carry on the business as manufacturer of, agents or dealers in textiles and grains such as man-made fibres, cotton, silk, jute, woollen, synthetics, food grains and products thereof, oils of all kinds, seeds, and pulses.

For SURAJ INDUSTRIES LTD.
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36. To undertake and transact all kinds of agency business and to carry on and promote any business, commercial or otherwise, under sound principles and or to act as distributors, agents, underwriters, brokers, estate agents, middleman, contract man, representatives and indenting agents on commissions allowance, as may be deemed fit in all commodities, merchandise and other allied articles and lines of business.
37. To undertake, manage, finance or otherwise carry on either individually or in association in any manner with any other person or Government authority, programme of Rural Development in India including any programme for promoting the social and economic welfare of, or the uplift of the public in any rural area, and without prejudice to the generality of the foregoing to subscribe, donate, establish, provide, maintain, conduct, subsidise, undertake, associate with, carry on and promote studies, research, experimental work and application of technology, in any field of human endeavour, by establishing, endowing or assisting workshops, laboratories, schools, hospitals, first-aid centers and other technical, scientific, agricultural or any other institutions and bodies for the development of education, medicine, human welfare, agriculture, horticulture animal husbandry, dairy products cottage, small-scale and other industry and in order to implement any of the above mentioned objects or purposes, transfer without consideration or at such fair or concession value as the Directors may think fit and divest the ownership of any property of the Company to or in favour of any Public or Local Body or central of State Government or any Public Institution or Trusts or Funds recognised or approved by the Central or State Government or established under any law for the time being in force.
38. To undertake, carry out, promote and sponsor or associate with or assist any activity for the promotion and growth of national economy and for discharging what the Directors may consider to be social and moral responsibilities of the company to the Public or any section of the Public, 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 and the Directors may without prejudice to the generality of the foregoing, undertake, carry out, literature, newspaper or for organising lectures or seminars likely to advance these objects or for giving merit awards, for giving scholarships, loans or any other assistance to deserving students or other scholars or persons to enable them to pursue studies or academic pursuits or their researches and for establishing, conducting or assisting any institution fund, trust, person or Government authority having any one of the aforesaid objects as one of the objects by giving donations or otherwise in any other manner and the Directors may at their discretion, in order to implement any of the above mentioned objects or purposes, transfer without consideration or at such fair or concessional value as the Directors may think fit and divest the ownership of any property of the company to or in favour of any Public or Local Body or Authority or Central.
39. To install the Electric furnace for melting steel scrap and for producing steel castings and for re-rolling mild steel sections.
40. To manufacture steel castings of all kinds such as used for Textile Machine parts, Railways, Tramways, sugar Industry and Cement industry machinery parts.
41. To manufacture bolts, nuts buckets, kerais, gate channels and to carry on the business of fabrication of steel and its by products.

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42. To weld steel tubes and boring of different steel and galvanising iron sections.
43. To manufacture, utensils and such other goods of all kinds of brass, bronze, copper and such other metals and alloys of all types.
44. To carry on the business of importing and exporting machinery, plants, tools, implements, metal goods, hardware and plumbing material and to sell, let out or otherwise deal in such imported goods or articles.
45. To carry on the business as financiers (not amounting to banking business within the meaning of Banking Regulation Act, 1949) by way of loaning, lending, and advancing money, to industrials, individuals, commercials and such other enterprises of all types.
46. To carry on the business of mechanical fitters, wire drawers, galvanizer, japaneers, annealers, enamellers and packing case makers.
47. To carry on the business of a leasing and hire purchase company and to acquire, to provide on lease or to be provided on hire purchase basis all types of industrial and offices plants, equipments, machinery, vehicles, buildings and real estate, required for manufacturing, processing, transportation and trading business and such other commercial and service business.
48. To build, contract, establish, own, purchase, sell, take on lease or exchange or otherwise acquire, hold, maintain and manage industrial, commercial or residential buildings and plots, apartment houses, hotels, motels, hostels, restaurants, factory premises, godowns, golas, warehouses, flats, hostels, boarding houses, clubs, pleasure grounds and amusement parks, Theatres, cinemas or other show houses, meeting or lecture halls, libraries, dharamshalas and sarais, health resorts and sanatoriums, gardens, swimming pools and baths, huts, Bazars and markets melas and exhibition and to let, sublet, give on lease or otherwise to permit use and occupation of the same for rent on hire charges and to provide for the tenants and occupiers thereof all or any of the conveniences commonly provided in residential, commercial and industrial quarters.
49. To install and engage in, production, distribution of hydel power generation plant, uninterrupted power supply plant and thermal power plants.
50. To carry on in India or elsewhere either alone or jointly with one or more person(s) the business of real estate, colonizers, Site Developers, Builders, Contractors, Promoters and developers and to build townships, acquire, develop, construct, erect, alter, buy, sell any moveable or immovable property including land, real estate, multi-storied buildings, sheds, dwelling offices, shops, stores, public utility building, residential and commercial complexes, multiplexes, shopping malls rent, build, construct, equip, execute, carry out, improve, work, develop, administer, maintain, manage or control works and conveniences of all Kinds and Infrastructure including roads, ways, highways, tramways, dams, flyovers, bridges, aerodromes, docks, ports, jetties, piers, wharves, canals, reservoirs, drainage, aqueducts and to deal in all sorts of lands and buildings and to carry on all or any of the foregoing activities and to do all incidental acts and things necessary for the attainment of foregoing objects.
51. To prepare, manufacture, process, market, trade, Import, export, improve, sell, contract all types of food products and confectionery items such as breads, butter, maize seeds, biscuits, lozenges,

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tinned fruits and quick foods, sell, contract, import, export, improve, prepare, manufacture, process and market and to carry on the business of canners, preservers growers and dealers in flour, fruits, dry fruits, vegetables, herbs, oils, medicines, flowers, drinks, fluids and other fresh and preservable products and generally to carry on the manufacturing, processing and trading in jams, jellies, pickles, cider, chutney, marmalades, vinegars, ketchups, juices, squashes, syrups, powders, (edible) Katha, drinks, beverages, gelatins, essences, ice creams, milk preparations, meat sausages, pork pies, prawn, potted meats, table delicacies and other eatables and staple foods.

52. To carry on the business as traders, contractors, commission Agents, Carrier and forwarding Agents, Importers, exporters, repairers, finishers, let on hire, purchases and dealers of and in machinery and tools and textiles, Yarns, Cosmetics, Chemicals of all kinds, food Products, Engineering items, Electronic goods and components, Textile machines, Steel pipes and tubes, PVC pipes and tubes accessories, abrasive equipment and abrasive plant of kinds wire drawing equipment, casting, patterns, moulds, precision surface, finishes, special alloy casting, heat treatment sound production equipment, electronic equipment, cinematograph and photographic equipment, fire-fighting and components and accessories for the same and engineers tools gauges and measuring devices, hand tools, machine tools, power tools, household goods, hardware goods, machinery, tools and equipment of all descriptions for tool makers and for glazing, cutting and working on metal, glass, tiles, stone, marble and rock substances and in any articles or things used for or in connection with any such business as aforesaid and in the raw or other materials for or component part of or accessories to the same.
53. To establish and maintain shipping lines and plying vessels and to carry on business as freight contractors, carrier, barge, owners, forwarding and clearing agents.
54. To carry on business as manufactures, dealers, stockists, importers and exporters of general goods, suppliers, commission agents and clearing and forwarding agents, to carry on all or any of the business of wholesale and retail in all kinds of merchandise such as textile, yarn, steel pipes, dry fruits, plastics, L.H.D.H.D.P., chemicals, dyes and grains.
55. To promote and carry on the business of construction operation and maintain of Power Projects/Civil works, Electrical and Mechanical activities of Power projects, Fabrication and Erection of all types of Mechanical structures and other allied works related to Power Projects.
56. To carry on and undertake the business of finance, investment and trading, hire purchase, leasing and to finance lease operations of all kinds, purchasing selling, hiring or letting on hire all kinds of plant and machinery and equipments that the company may think fit and do assist to financing of all and every kind and description of hire purchase and deferred payment of similar transactions and to subsidize, financing the sale and maintenance of any goods, article or commodities of all and every kind description upon any item whatsoever and to purchase or otherwise deal in all forms of immovable and movable property including land and buildings, plant and machinery equipment, ships, aircrafts, automobiles computers and all consumers, commercial and industrial items and to, lease or otherwise deal with them in any manner whatsoever including resale thereof regardless of whether the property purchased and leased be new and/or used, subject to Reserve Bank of India regulations.
57. To carry on business of consultants and advisers on problems relating to management, administration and organization of industry and business and the training of persons for industry.

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and business and to carry on all or any of the business of industrial, business and personnel consultants including rendering of advise and services in business and personnel consultants including rendering of advise and services in business strategy corporate planning, project evaluation, feasibility studies, equipment management, project development, inventory control and market research for manufacturing, transport service and other periphera industries and to advice upon the means and methods Industries and all systems or processes relating to production, storage, marketing, distribution and sala of goods and/or or relating to the rendering of service.

58. To undertake the designing and development of systems and application software either for its own use or for sale In India or for export outside India and to design and develop such systems and application software for or on behalf of manufactures, owners and users of computer systems and digital/electronic equipment in India, or elsewhere In the world and to manufacture either for its own use or sale in India or for export outside In India computer systems, communication systems, computer peripherals and accessories computer consumables lke floppy disks, diskette and hard disks and such other products or things which may be considered either as and Integral part of a computer system or as an optional attachment or supplement thereto.
59. To carry on the business of manufacture, processors, designers, buyers, sellers, exporters, importers and/or otherwise, dealers in all kinds of card board packing, Tin containers, corrugated packing, pillow packing, plastic packing, polythene packing, gunny bags, containers, bottles hollow wares, whether made of plastic or any man made fiber, leather or other materials including polyester flim, high and low density polythene, polypropylene, plastic, P.V.C, chemical and other man-made fibrous material used in manufacture of cardboard packing, corrugated packing, plastic polythene packing, gunny bags, containers, bottles, hollow wares and to manufacture, process, buy, sell, import, export or otherwise deal In all any or such products, the raw materials, stores, store packing materials products and allied commodities.
- IV. The liability of the members is limited.
- V. The Authorized share capital of the Company is Rs. 50,00,00,000/- (Rupees Fifty Crore Only) divided into 5,00,00,000 (Five Crore Only) equity shares of Rs.10/- (Rupees Ten Only) each. "

** Increase in Authorized Share Capital by passing Ordinary Resolution in 33rd Annual General Meeting held on August 26,2025.*

For SURAJ INDUSTRIES LTD.
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Company Secretary And Compliance Officer

We, the several persons whose names and address are subscribed herein 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.

SL.No.	Names, Address Description and Occupation of Subscribers	Number and type of equity shares	Signature of Subscribers	Name, Addresses, Description and signatures of witnesses
1.	Surej Gupta S/o Sh. Murari Lal Gupta C-205, Anand Lok IAS Society Mayur Vihar Delhi Business	10 (Ten) equity shares	Sd/-	I hereby witness the signatures of all the subscribers who have signed in my presence Sd/- Subrodh Gupta S/o Sh. S. B. Gupta Chartered Accountant M. No. 87099 Elant House 3, Panchsain road, New Delhi-110065
2.	Anita Gupta W/o Shri Surej Gupta C-205, Anand Lok IAS Society Delhi Business	10 (Ten) equity shares	Sd/-	
3.	Rajesh Gupta S/o Late Shri D.D. Gupta B-2/18 Safdarjung Enclave New Delhi Business Executive	10 (Ten) equity shares	Sd/-	
4.	Ashwaji Singh S/o S. Kawajjit Singh 361, Mount Kailash Tower-I East of Kailash New Delhi-110065 Chartered Accountant	10 (Ten) equity shares	Sd/-	
5.	Neeraj Vaid W/o Shri Rakesh Kumar C-205, Anand Lok IAS Society Mayur Vihar Delhi Business	10 (Ten) equity shares	Sd/-	
6.	Philip Jacob S/o Shri C.P. Jacob B-5/133 Safdarjung Enclave New Delhi-110029 Business Executive	10 (Ten) equity shares	Sd/-	
7.	Subhas Chand Mittal S/o D.P. Gupta B-2/66C Lawrence Road Delhi-110085 Business	10 (Ten) equity shares	Sd/-	
8.	Mr. Rakesh Vaid S/o K. Lal 125, Gujranwala Town New Delhi Business	10 (Ten) equity shares	Sd/-	
	Total	80 equity shares		

Place : New Delhi

Dated: 29/6/1992

For SURAJ INDUSTRIES LTD.
Shehla
Company Secretary And Compliance Officer