

THE COMPANIES ACT, 2013
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
M P K STEELS (I) LIMITED

1st *The Name of the Company is M P K STEELS (I) LIMITED

2nd The Registered office of the Company will be situated in the state of Assam

3rd (a) The Objects to be pursued by the Company on its incorporation are

To carry on business as manufacturers, processors, re-rollers, refiners, smelters, converters, producers, exporters, importers, traders, dealers, distributors, stockists, buyers, sellers, agents, or merchants in all kinds and forms of steel including mild, high-carbon, high-speed tool, alloy stainless and special steels, iron, metals and alloys ingots, billets, bars, joists, rods, squares, structurals, tubes, poles, pipes, sheets, castings, wires, rails, rolling materials, roller, other material made wholly or partly of iron steel, alloys and metals required in or used for industrial, agricultural, transport, commercial, domestic, building, power transmission and/or construction purposes.

(b) Matters which are necessary for furtherance of the objects specified in clause 3(a) are

1. To build, construct, alter, maintain, enlarge, pull down, remove or replace, and to work and control any buildings, offices, factories, mills, shops, machinery, engines, roadways, electric works and other works and conveniences which may seem calculated directly or indirectly to advances the interests of the Company, and to join with any other person or company in doing any of these things.
2. To acquire by outright purchase or transfer or licence or rights to manufacturers or dealing from any other individual, firm or company or companies and also to apply for any licence for carrying out objects of the company and to apply for its surrender.
3. To obtain from any Government or authority such rights, privileges and concessions which the company and comply with any such arrangements rights may think desirable to obtain and to carry out, exercise privileges and concessions.
4. To draw, make, accept, endorse, execute and discount premissory notes, cheques, bills of exchange hundies and other negotiable and transferable instruments in connection with company's business.
5. To acquire and undertake the whole or any part of the business, property, and liabilities of any person or company carrying on or proposing to carry on any business which the company is authorized to carry on, or possessed of property suitable for the purposes of the Company, or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company.

For M P K STEELS (I) LIMITED


Director

6. To apply for purchase or otherwise acquires, protect and prolong and renew whether in India or elsewhere any patents, patent rights, trade marks, designs, licences, protections, concessions and the like conferring any exclusive or non exclusive or limited right to use any secret or other information as to any invention process or privilege which may seem capable of being used for any of the purpose of the company or the acquisition of which may seem calculated directly or indirectly to benefit the company and to use, exercise, develop manufacture under or grant licences or privileges in respect of, or otherwise turn to account the property, right and information so acquired and to carry on any business in any way connected therewith.
7. To act as import and export houses, advisers for import and export houses, Advisers for import and export indenting Agents, sellers and purchasers of licences release, orders and quotas, entitlements.
8. To issue shares and debentures of the company at par or at premium or at a discount and to sell or dispose of the undertaking of the company or any part thereof for such consideration as the company may think fit.
9. To pay for any rights or property acquired by the Company, and to remunerate any person for or services to be rendered for the company, whether by cash payment
10. To accept stock, share or debentures, mortgage debentures, of other company in payment or part payment for any service rendered or for any sale made to or debt owing from such company.
11. To subscribe for, take, or otherwise acquire, and hold shares, stock, debentures, or other securities of any other company having objects altogether or in part similar to those of the Company, or carrying on any business capable of being conducted so as directly or indirectly to benefit the Company.
12. To enter into any arrangement with any Central or State or Foreign Government or public body or person or authority or with any private individual that may seem conducive to the company's object or any of them and to obtain from any such Government, Authority, person, public body and private individual, any concessions, grants, decrees, rights, charges, contracts, licenses, powers and privileges whatsoever, which may seem to the company capable of being turned to account of which the company may think directly or indirectly conducive to any of the objects or capable or being carried on in connection with business and to work, develop, carry out, exercise and turn to account the same.
13. Subject to Section 58A and 292 of the companies Act, 1966, to borrow, raise or secure the payment of money in such manner as the company shall think fit either by the issue of debentures, debenture stocks, perpetual or otherwise, mortgage of any other securities charged or based upon the undertaking of the company, both present and future including the uncalled capital of the company To receive money on deposit or loan and borrow or raise 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 repayment of any money borrowed, raised or owing by mortgage,

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charge or lien upon all or any of the property or assets of the company (both present and future), including its uncalled capital, or without any such security and upon such securing and upon such terms as to priority or otherwise and to borrow money in such manner as the directors shall think fit.

14. To lend money to such persons or companies on such terms as may seem expedient and in particular to customers and others having dealings with the company and to guarantee the performance of contracts by such persons or companies subject to the Banking Regulation Act, 1949 out of surplus fund not immediately required.
15. To enter into partnership or into any arrangement for sharing profits, union of interest, joint venture or reciprocal interest with any person, firm or company carrying on or engaged in any business which this company is authorised to carry on.
16. To acquire or amalgamate with any other company whose objects are, or include objects, similar to those of this company, whether by sale or purchase (for full or partly paid up shares or otherwise) of the undertaking subject to liabilities of this or any such other company as aforesaid, with or without winding up or by sale or purchase (fully or partly paid-up shares or otherwise) of all shares or stock of this or any such other company as aforesaid or by partnership or in any other manner
17. To establish any Branch in India and elsewhere and regulate and discontinue the same.
18. To enter into contract with any person or company or firm giving or taking partial or sole and exclusive right to supply by or to the company with the articles and for commodities used or sold by the company on such terms and conditions and for such period or periods as may be determined from time to time.
19. To pay out of the funds of the Company all expenses which the Company may lawfully pay with respect to the formation and registration of the Company or the issue of its capital, including brokerage and commissions for obtaining applications for or taking, placing or underwriting or producing the underwriting of shares, debentures or other securities of the Company.
20. To sell, lease, mortgage or otherwise dispose of the property, assets or undertaking of the Company or any part thereof for such consideration as the Company may think fit, and for shares, stock debentures, or other securities of any other company whether or not having objects altogether or in part similar to those of the Company.
21. To distribute among the members in specie any property of the Company, or any proceeds of sale or disposal of any property of the Company, 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 law.
22. To do all such other things as may deemed incidental or conducive to the attainment of the above object or any of them.
23. To form, incorporate or promote any company or companies, whether in India or in foreign country, having amongst its or their objects the acquisition of all or any of the


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assets or control, management or development of the company or any other objects or object which in the opinion of the company could or might directly or indirectly assist the company in the management of its business or the development of its properties or otherwise prove advantageous to the company and to pay or any of the costs and expenses incurred in connection with any such promotion or incorporation of or the company in 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 obtaining subscriptions for or placing or assisting to place or to obtain subscriptions for guaranteeing the subscriptions of or placing of any shares in the capital of the company or any bonds, debentures or obligations or securities of the company or any stocks, shares bonds, debentures or obligations or securities of any other company held or owned by the company or in which the company may have an interest in or about the formation or promotion of the company or the conduct of its business or about the promotion or formation any other company in which the company may have an interest.

24. To establish, support or aid in the establishment and support of association, institutions, funds, trusts and conveniences calculated to benefit of the employees, ex-employees, directors and ex-directors of the company or its predecessors in business or the family members or any other payments or by establishing, supporting from time to time, subscribing contributing or aiding in the establishment and support of association, institutions, funds including provident funds, trusts, profit sharing or other schemes and conveniences and by providing or subscribing or contributing
25. To undertake, carry out, promote or sponsor any programme of health or development including any programme for mass immunisation or for promoting the health, social and economic welfare or the uplift of the public in any rural or other areas, to assist in the execution and promotion of any such programme, either directly or through the agency or any person or persons or in any other manner and to incur expenditure on such programmes with power to the directors to transfer, with or without consideration, or divert the ownership of any property of the company to or in favour of any person or persons, including any public or local body or authority, Central or State Government, any public institution or any trust or field as approved by the Central Government or State Government or any other appropriate authority. Without prejudice to the generality of the foregoing, the words "Rural Area" shall include such arm as may be regarded as rural areas under Section 35CC of the Income-Tax Act 1961 or any other law relating to rural development for time being in force or as may be regarded by the directors as rural area.
26. To undertake, carry out, promote, sponsor or assist any activity for the promotion and growth of the national economy and for discharging what the directors may consider to be the 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 the social economic or spiritual up-lift of the public or any section of the public in such means as the directors may think fit and the directors may therefore undertake, carryout, promote and sponsor activity for publication of any books, literature, newspapers, etc. or for organising lectures or seminars likely to advance these objects or for giving merit awards, scholarships, loans or any other assistance to deserving students or others scholars or persons to enable them to

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prosecute their studies or academic pursuits or researchers for establishing, conducting or assisting any institution, fund, trust etc. Having any one of the aforesaid objects by giving donations, any Public or Local Body or Authority, or Central Trusts or Funds as approved by the government or state government or any other appropriate authority.

27. To set up, erect, construct, purchase, take on lease, import, buy, install, run, operate and administer plants, machineries, other equipment and factories and to carry on all such functions and business as are necessary and incidental to meet the objectives of the Company and to dispose of such plants, machineries and spare parts which have become obsolete or worn out.
28. To open Account with any individual, firm or company or with any bank or banks which will include but will not be limited to current account, savings account, recurring deposit account, fixed deposit account, escrow account and such other account service which are offered by Bank which would be beneficial for the working of Company and to pay into and to withdraw moneys from such account or accounts.
29. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments.
30. 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 with trade, including any association, institution or fund for the protection of the interest of the masters, owners and employers against loss by bad debts, strikes, fire accidents or otherwise or for the benefits of any clerks, workman or others at any time employed by any company or any of its predecessors in business or their families or dependents and in particular of reading rooms, libraries, educational and charitable institutions, refectories, dining and recreation rooms, churches, chapel, schools and hospitals and to grant gratifications, pensions and allowances and then to contribute to any funds raised by public or local subscriptions for any purpose whatsoever, subject to the provisions of the Act.
31. To get involved in the business or branch of a business which this Company is authorized to be engaged in 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 business or branch so carried on, or for financing any such subsidiary company or guaranteeing its liabilities, or to make any other arrangement which may seem desirable with reference to any business or branch so carried on including power at any time and either temporarily or permanently to close any such branch or business.
32. To enter into foreign or technical and/or financial collaboration, partnership or into any arrangement for sharing of profits, union of interest, co-operation, joint venture, reciprocal concession or otherwise with any person, firm, corporation or government or company engaged in or about to be engaged in business, undertaking or transaction which the Company is authorized to be engaged in or business undertaking or

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transaction which may seem capable of being carried on or conducted so as to directly or indirectly benefit the Company, to guarantee contracts or otherwise assign any such person, firm or company and to take or otherwise acquire and hold shares or securities of any such persons firms or companies, to sell, hold, re-issue with or without guarantee or otherwise deal with the same.

33. To issue and allot fully or partly paid shares in the capital of the Company in payment or part payment of any real or personal property purchased or otherwise acquired by the Company or any services rendered to the Company.
34. To apply for, purchase or otherwise acquire and protect, prolong and renew in any part of the world, any patents, patent rights, brevets invention, trademarks, designs, licenses, protections, concession and the like conferring any exclusive or non-exclusive or limited right to their use or any secret or other information as to any invention, process of privilege which may seem capable of being used for any of the purpose of the Company and to use, exercise, develop or grant licenses or privileges in respect of or otherwise turn to account, the property, rights and information acquired and to get involved in business in any way connected therewith.
35. To pay all costs, charges and expenses of and incidental to the formation, promotion, registration and establishment of the Company and issue of its capital including any underwriting or other commission, broker's fee and charges in connection therewith including costs, charges of negotiations and contracts and arrangements made prior to and in anticipation of the formation and incorporation of the Company. To ratify all or any of such pre-incorporation Agreements or Preliminary expenditure which were necessary for the formation of company. Further with the prior approval of Board of Directors, write off such Preliminary expenses wholly of partly with Profit and Loss Account or any other free reserves which are allowed under the Companies Act, 2013.
36. To borrow or raise money with or without security or to receive money on deposit at interest or otherwise, in such a manner as the Company may think fit and in particular by the issue of debentures or debenture stock-perpetual or otherwise including debenture or debenture stock convertible into shares of this or any other company and in security of any such moneys to be borrowed, raised or received, to mortgage, pledge or charge the whole or any part of the property, assets or revenue of the Company present or future, including its uncalled capital and to purchase, redeem or pay off any such securities.
37. To form, incorporate, promote, establish and invest in any company or companies whether in India or in any foreign country, having amongst its or their objects the acquisition of all or any of the assets or control, management of the Company which could or might directly or indirectly assist the Company in the management of its 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 obtaining subscriptions of or placing or assisting to place or to obtain subscriptions for or for guaranteeing the subscriptions of or placing of any shares in the capital of the Company or any bonds, debentures, obligations or securities of the Company or any

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stock, shares, bonds, debentures, obligations or securities of any other company may have an interest or in or about the formation of the Company or the conduct of its business or in or about the promotion or formation of any other Company in which the Company may have any interest.

38. To make advances for purchase of any Machines, Computer equipment, spare parts, automated equipments, gadgets and technologies in relation to the business of the Company and software in relation to business of the Company or other articles or services required for the purposes of the business of the company and to receive advances against sale or services rendered by the company and to develop and maintain machinery or technologies which shall be in relation to the main object of the Company.

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.

5th ****The company's share capital is 10,00,00,000/- rupees (Rupees Ten Crores Only) divided into 1,00,00,000 (One Crore) shares of 10/-rupees each.**

6th We, the several persons, whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of this memorandum of association, and we respectively agree to take the number of shares in the capital of the company set against our respective names:

** The name clause has been altered by a Special Resolution passed by the Members of the Company in their Extra Ordinary General Meeting held on 12th November 2024.*

*** The share capital clause has been altered by an Ordinary Resolution passed by the Members of the Company in their Extra Ordinary General Meeting held on 10th January 2025.*

For M P K STEELS (I) LIMITED


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We the several persons, whose names and addresses are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association and respectively agree to take the number of shares in the capital of the Company opposite to our respective names.

Sl. No.	Names Addresses, Descriptions, and occupation of the Subscribers.	Nos. of Equity Shares taken by each Subscribers	Signature of Subscribers	Names, Addresses, description, occupation of the Witness
1.	सन्तोशदेवी शर्मा w/o सुरेश कुमार घर नाना रोड डीपू, असम व्यवसाय, व्यापार गृहणी	5000 (पाँच- हजार- मात्र)	सन्तोशदेवी शर्मा	I witness the signature of 2 (two) subscribers CSARABH AGARWAL, FCA Kelpin Cinema Compound, Takobari Road, Guwahati - 781001, Assam M/No. 86699
2.	Udithi Sharma w/o Shri Manoj Kumar Sharma Dharamkaler road Diphu, Karbianglong Assam - 782460 Occupation - Business	5000 (Five thousand only)	Udithi Sharma	
		10000 (Ten thousand)		

Date: 28/2/2005
Place: Guwahati

Chartered Accountant
of Companies Assam
Shillong

The contents of this document were read over and explained in Hindi to Mr. Santosh Dew Sharma who has understood the same and signed in my presence.

Chartered Accountant
No. 60253