The Companies Act, 2013

Company Limited by Shares

MEMORANDUM OF ASSOCIATION OF

KATARIA INDUSTRIES LIMITED (Note 1)

1. The Name of the Company is **KATARIA INDUSTRIES LIMITED.** (Note 1)

2. The Registered office of the company will be situated in the 'State of Madhya Pradesh'. Within the jurisdiction of Registrar of companies, at Madhya Pradesh, at Gwalior. (Note 2)

3. **The Objects for which the Company is established are:**

[A] The Objects to be pursued by the Company on its incorporation are; (Note 3)

1. To carry on in India and abroad in the World, the business of manufacturers, producers, processors, founders, converters, finishers, exporters, importers, indenting agent, distributors, stockiest, retailers, and dealers in all kinds of casting the ingots of iron, steel, copper bronze, aluminium and other ferrous and non-ferrous ingots and/or the drawings and extrusion of wires, pipes and tubes of iron, steel, copper, brass, bronze, aluminium and other ferrous and non-ferrous metals and/or the manufacturers of finished products of ropes off errous and non-ferrous metals, cables of copper, iron, steel, bronze, aluminium and other ferrous and non-ferrous metals, trolly wires made of bronze iron, steel, copper, brass aluminium and other ferrous and non-ferrous metals, galvanised iron wires, wire fencing, wire netting, wire nails, wire clips and wire staples of all types of ferrous and non-ferrous metals, and/or fabricators, founders, smelters, engineers, convertors, repairers, producers, importers, exporters, dealers, agents and suppliers or special steel, mild steel, bright bars, sections, shaftings and bright or its products or by products of every description, all kind of plastic products, nature or form, in all its branches.

2. To carry on the business in India and abroad of real estate developers, builders, constructors, contractors, erectors, colonizers, and promoters, and for that purpose to acquire, purchase, lease, exchange, hire, develop, hold, improve, mortgage, sell, transfer, or otherwise dispose of any land, buildings, or immovable properties of any nature or tenure and any rights or interests therein, whether freehold or leasehold, for the purpose of development, subdivision, plotting, construction, and sale or leasing of residential apartments, villas, row houses, industrial sheds, warehouses, and other structures, and to plan, develop, construct, operate, and maintain residential, commercial, and industrial townships, housing projects, commercial complexes, shopping malls, hotels, resorts hospitals, educational institutions amusement parks, theme parks, water parks, entertainment centres and other infrastructure projects.

3. To undertake, execute, and carry out renovation, reconstruction, restoration, remodeling, refurbishment, and redevelopment of existing buildings and structures of every description, and to provide integrated infrastructure and allied services, including planning, designing, development, construction, operation, and maintenance of roads, bridges, drainage systems, water supply systems, landscaping, parks, and other civil and urban infrastructure facilities.

4. To act as consultants, advisors, facilitators, brokers, agents, or representatives in connection with the purchase, sale, lease, letting, licensing, or hiring of land, buildings, flats, offices, shops, industrial and commercial premises, and other immovable properties, and to carry on the business of real estate consultancy, property management, facility management, estate agency, and allied services including acting as manager for Real Estate Investment Trusts (REIT?s), subject to compliance with applicable laws and regulations.

[B] Matters which are necessary for furtherance of the objects specified in Clause 3(A) are;

1. To act as contractors, suppliers, Agents, importers, and exporters for any government or autonomous body or any firm, company, organization in the private or public sector in furtherance of any of the objects of the company.

2. To establish and maintain agencies branches or appoint representatives, agents, canvassers, selling and buying agents in India or abroad for sale. purchase, exchange, hire distribution or for any or more of the objects of the Company and to regulate and discontinue the same.

3. To apply for, take out, obtain, purchase or otherwise acquire and tum to account any copyrights, licences, concessions, patent rights, or inventions. privileges, trade marks or secret processes which may seem capable of being used for any of the purposes of the Company and to use, exorcize. develop or grant licences, in respect of or otherwise turn to account the property, right or information to acquire and to expend money in experimenting upon and testing and improving or seeing to improve any patent rights, inventions, discoveries. process or information of the Company or which the Company may acquire or purpose to acquire.

4. To acquire and take over as a going concern by purchase of or on lease and to undertake, to carry on the whole or any part of the business together with the goodwill and trade name, property rights, and liabilities of any person or persons, firm or any company carrying on any business, any part of the purposes of which is within the objects of the Company or which the Company is authorised to carry on or possessed of property suitable for the purposes of the Company and to pay for same by shares, debentures, debenture-stock, bonds, cash or otherwise and to conduct and carry on or liquidate and wind up any such business.

5. To amalgamate, enter into foreign or Indian technical, and/or financial collaboration, partnership or into any arrangement, for sharing or dealing profits, union of interests, co-operation, joint-venture, reciprocal concession or otherwise with any person, firm, corporation or Government or Company carrying on, engaged in or about to carry on or engage in any business, undertaking or transaction which the Company is authorised to carry on or engage in and to lend money to guarantee the contracts or otherwise assign any such person, firm or company and to take or otherwise acquire and hold shares or securities of any such person, firms or companies, to sell, hold, reissue with or without guarantee or otherwise deal with the same.

6. To takeover, merge, demerge, hive-off, amalgamate or to enter into any scheme of arrangement envisaged under Section 391-394 of the Act or to enter into partnership or into any arrangement of sharing profit, union of interest, co-operation, joint venture, licence or reciprocal concessions or for limiting completion with any person(s) or companies carrying on or engaged in, or being authorized to carry on or engage in any business or transaction which the company is authorized to carry on or

engage in or which can be carried on in conjunction herewith or which is capable of being conducted so as directly or indirectly to benefit the company

7. To promote form and to be interested in, and take, hold and dispose of shares in any other company having objects similar altogether or in part of those of this Company.

8. To sell, sublet, mortgage, lease, manage, develop, exchange, dispose off, or transfer the business immovable or moveable property, and undertaking of the Company or any part thereof or any part of the property, rights and concessions of the Company in such manner and upon such terms and conditions and for such consideration as the Directors of the Company, for the time being, may think fit to accept and in particular for each, shares, debentures, debenture stock, bonds, or securities of any other company having objects altogether or in part similar to those of this Company.

9. To receive, raise or borrow money from time to time for any of the purposes of the Company by bonds, debentures or promissory notes or by taking credit, in or opening current accounts with any individual or firm or with any Bank or Bankers and whether with or without giving any security, goods or other articles or by mortgaging, pledging, charging, hypothecating or selling or receiving advances, or the sale of any lands, building and machinery, goods, assets or revenue of the Company, present or future, including its uncalled capital or by the issue of debentures, debenture-stock, perpetual or otherwise including debentures or debenture stock, convertible into shares of this or any other Company or to convey the same absolutely or in trust and give lenders powers of sale and other powers as may be expedient and to purchase, redeem or pay off such securities, subject to the provisions of Sections 58A and directives of Reserve Bank of India.

10. To lend or deposit moneys belonging or entrusted to or at the disposal of the Company to such person or company and in particular to customers and others having dealings with the Company with or without security upon such terms as may be thought proper and to invest or otherwise employ such moneys in such manner as may be thought proper and from time to time to every such transactions. However, the Company shall not carry on banking business as defined under the Banking Regulation Act, 1949.

11. To give guarantee for the performance or discharge of moneys by any persons, firms, and companies or Governments of the state and to give indemnities, and to guarantee the payment of money unsecured or secured by or payable under or in respect of promissory notes, bonds, debentures, debenture-stock, contracts, mortgages, charges, obligations, instruments, stock and securities of any Company or of any such authorities, supreme municipal local or otherwise or of any persons whomsoever, whether incorporated or not incorporated and generally to guarantee or become securities for the performance of any contracts or obligations.

12. To draw, make, issue, accept, transfer and endorse, discounts, execute and negotiate promissory notes hundies, bills of exchanges, cheques, drafts, bill of lading, letters of credit, delivery orders, dock-warrants, railway or transport receipts, warehouse-keeper’s certificates and other negotiable or commercial or mercantile instruments connected with the business of the Company.

13. To open accounts with any bank or banks and to deposit moneys therein and to draw and endorse cheques on and to withdraw moneys from such accounts and generally operate upon same (whether overdraft or not) as may be required for any of the objects or purposes of the Company.

14. To refer any dispute, claim or demand by or against the Company to arbitration and observe and perform the awards.

15. To acquire from any person, firm or body corporate or incorporate, whether in India or elsewhere, technical information, know-how and operating data, plans layouts and blue prints useful for the

design, erection, and operations of plant required for any of the business of the Company and to acquire any grant or licence and other rights and benefits in the foregoing matters and things.

16. To take or otherwise acquire, and to hold shares, debentures, or other securities of any other Company, having similar objects.

17. To carry on business or branch of a business which this Company is authorised to carry on by means, or through the agency of, any subsidiary company or companies, and to enter into any arrangement with such subsidiary company for taking the profits and bearing the losses of 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.

18. To enter into partnership or into any arrangement for sharing profits, amalgamation, union of interest co-operation, joint venture, reciprocal concession or otherwise or amalgamate with any person or Company carrying on or engage in business or transaction which the Company is authorized to carry on or act on and to take or otherwise acquire share and securities of any such company and to sell, hold reissue with or without guarantee or otherwise deal with the same.

19. To enter into foreign or Indian 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 carrying on, engaged in or about to carry on or engage in business, undertaking or transaction which the Company is authorised to carry on or engage in or business undertaking or transaction which may seem capable of being carried on or conducted, so as directly or indirectly to 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.

20. To acquire and undertake the whole or any part of the business, property and liabilities of any person, firm or any Company carrying on business which the Company is authorised to carry on or possessed of property suitable for the business of the Company.

21. To purchase, take on lease or otherwise acquire any land grants, concessions and easement and hereditaments or other properties required for the attainment of the main objects of the Company.

22. To adopt such means of making known the 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 and rewards.

23. To enter into any arrangement with any governments or authority that may seem conducive to the attainment of the Company's objects or any of them and to obtain from any such Government or authority, any rights, privileges, licences and concessions, which the Company may consider necessary or desirable to obtain and carry out, exercise, use or comply with any such arrangements, rights privileges or concession

24. To pay for any services rendered to the Company or for supply of technical know-how for acquisition of properties by the Company either in the shares of the Company and partly in shares or partly in cash or otherwise.

25. 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.

26. To amalgamate, enter into any partnership or acquire interest in the business of any other Company, person or firm carrying on or engaged in, or about to carry on engage in business or transaction included in the objects of the Company, or enter into any arrangements for sharing profits, or for cooperation, or for limiting competition or for sharing mutual assistance with any such person, firm or company or to acquire and to give or accept by way of the consideration for any of the acts or things aforesaid or property acquired, any share, debentures, debenture stock or securities that may be agreed upon, and to hold and retain or sell, mortgage and deal with any shares, debentures, debenture-stock or securities so received.

27. To establish or promote or concur in establishing or promoting any company or companies having similar objects for the purpose of acquiring all or any of the properties rights and liabilities of the Company and to place or guarantee the placing of, underwrite, subscribe for, or otherwise acquire all or any part of the shares, debentures or other securities of any such other company or companies.

28. To sell, lease, mortgage, hypothecate, transfer, let out, exchange or otherwise deal with the undertaking of the Company or any property whatever, or any part thereof for such consideration as the Company may think fit and in particular for shares, debentures and other securities of any other companies having objects altogether or in part similar to those of this Company if thought fit to distribute the same among the shareholders of the Company subject to the provisions of the Companies Act, 2013.

29. To loan and advance money, either with without security and give credit to such persons (including Government) and upon terms and conditions as the company may think fit.

30. To create any depreciation fund, reserve fund, sinking fund, insurance fund or any special or other fund whether for depreciation or for repairs, improving, extending for maintaining any of the property or other assets of the Company or for redemption of debentures or transferable preference shares or for any purpose whatsoever conductive to the interest of the Company.

31. To invest the surplus funds in shares, stocks, debentures, debenture-stock, bonds, obligations and securities issued or guaranteed by any company constituted or carrying on business in India or in any foreign country and debentures debenture stock, bonds, obligations and securities issued or guaranteed by any Government, Sovereign Rulers, Commissioners, public body, or authority supreme, municipal, local or otherwise whether at home or abroad.

32. To receive loan or borrow or raise money other than public deposits in such manner as the Company shall think fit without doing Banking business within the meaning of the Banking Regulation Act, 1949 and Rules or Regulations framed thereunder and in particular by the issue of debentures, debenture stocks (perpetual or otherwise and to secure the repayment of any money borrowed, raised or owing by mortgage charge or lien upon all or any of the property or assets of the Company (both present and future), including its uncalled capital, and also by a similar mortgage, charge or lien to secure and guarantee the performance of contracts or obligations undertaken by the Company or any other person on behalf of the Company as the case may be.

33. To draw, make, accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments or securities.

34. To apply for, purchase or otherwise acquire and protect, prolong and renew in any part of the world, any patents, patent right, brevets dinvention, trade marks, design licences, 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 chase of the Company and to use, exercise, develop or grant licences or privileges in

respect of or otherwise turn to account, the property, rights and information acquired and to carry on business in any way connected therewith.

35. To spend money in experiments on and in improving or seeking to improve patents, rights inventions, discoveries, processes or information of the Company or which the Company may acquire or propose to acquire.

36. To enter into arrangements and to take all necessary or proper steps with Government 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 indirectl carrying out the objects of the Company or effecting any modification in the constitution of the Company for furthering the interest of its members and to oppose any such steps taken by any other company, firm or persons which may be considered likely directly or indirectly to prejudice the interest of the Company or its members and to promote or assist the promotion, whether directly or indirectly of any legislation which may appear to be in the interest of the company or its members and to promote or assist the promotion, whether directly or indirectly of any legislation which may seem disadvantageous to the company and to obtain from such Government authority or any company, any charters, decrees, rights, grants, loans, privileges or concessions which the company may think it desirable to obtain and carry out, exercise and comply with any such agreements, characters, decrees, rights, privileges or concessions.

37. To undertake and execute any trust/discretion the undertaking whereof may seem desirable and the distribution amongst the beneficiaries, pensioners or other person entitled thereto, of any income capital of annuity, whether periodically or otherwise, and whether in money or specie, in furtherance of any trust, direction other obligation or permission.

38. To apply or acquire and hold any Acts of parliament, Acts of any State, Legislature, privileges, monopolies, licences, concessions, patents or other rights, power or orders from the Indian Government and Parliament or from any state Government or any local or other authority in any part of the world and to exercise, carry on and work any powers, rights or incorporate the Company as an anonymous o other society in a foreign country or state.

39. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pensions or superannuation funds for the benefit of and give or procure the giving of donations, gratitude, pensions, allowances or emoluments to any persons who are or were at any time in the employment or service of the company, or who are or were at any time Directors or officers of the Company or their wives, widows, families and subsidise and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interests and to wellbeing of the company and make payment to or towards the insurances of any such persons as aforesaid, subject to the provisions of the Companies Act, 2013.

40. To open any kind of account including Current Account, Savings Bank Account, Overdraft, Loan, Cash Credits in any bank to make, accept, endorse, and execute promissory notes, bills of exchange and other negotiable instruments.

41. 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 on belonging to the companies 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.

42. 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 dependants 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.

43. To aid, pecuniarily or otherwise, any associations body or movement having for an object the solutions settlement or surmounting of industrial or labour problems or troubles of the promotion of industry or trade.

44. To make donations to such persons or institutions and either of cash or any other assets as may be thought directly or indirectly conductive to any of the Company's objects or otherwise expedient and in particular to remunerate any person or corporation introducing business to this Company, and also to subscribe, contribute or otherwise assist or guarantee money for charitable, scientific, religious or benevolent, national, public or other institutions, objects or for any public or and to establish and support associations, institutions funds, trusts and convenience for the benefit of the employees or ex-employees (including Directors) of the Company or its predecessors in business or the dependents, with such persons and in particular or other benefit societies and to grant pensions, allowances, gratuities and bonuses either by way of annual payments or in lumpsum and to make payments towards insurance and to form, contribute to provident and other benefit funds of or for such persons, subject to the provisions of the Companies Act, 2013.

45. To distribute among the members in specie and property of the Company, or any proceeds of sale or disposal of any property of the company, in the event of its being wound-up subject to the provision of the companies Act, 2013.

46. To pay out of the funds of the Company all expenses incurred by the promoters, which the Company may lawfully incur with respect to the preliminary expenses and other formation and registration expenses.

47. To procure the recognition of the company under the laws or regulations of any other country and to do all acts necessary for carrying on business or activity of the Company in any foreign country.

48. To do all or any of the above things, in any part of the world as Principals, agents, Contractors, Trustees or otherwise and either alone or in conjunction with any other person or association.

49. To establish, acquire, construct, install, operate, maintain, renovate, modernize, manage and use captive power generation plants and facilities for generation, storage, transmission, wheeling, distribution and consumption of electricity or any other form of energy for the Company's own use and allied purposes, whether from conventional sources including thermal, hydro and nuclear (subject to applicable laws) or from renewable and non-conventional sources including solar, wind, tidal, geothermal, biomass, hydrogen, waste-to-energy or any other source of energy, together with all associated equipment, infrastructure and utilities, subject to applicable laws.

4. 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.

5. The Authorised Share Capital of the Company is Rupees 220000000 divided into 22000000 equity shares of Rupees 10/- each. (Note 4)

Notes on Amendments;

Note 1. Alteration in Clause 1:

- The name of the company has changed from Kataria Industries Private Limited' to "Kataria Industries Limited" pursuant to conversion of company from Private Limited to Public Limited vide Special Resolution by the Members in their Extra Ordinary General Meeting passed on December 11, 2023.

Note 2. Alteration in Clause 2:

- Registered Office of the Company was shifted from the state of Maharashtra to the state of Madhya Pradesh vide Order No. RD/STA/Sec.17/73/08/2012 of Regional Director, Mumbai dated October 23, 2012.

Note 3. Alteration in Clause 3:

- The Clause 3(B) was amended vide Special Resolution by the Members in their Extra Ordinary General Meeting passed on December 02, 2023 by adding the sub-clause 6.
- The Clause 3(A) was amended vide Special Resolution by the Members in their Extra Ordinary General Meeting passed on March 04, 2024.
- The Clause 3(A) was amended vide Special Resolution by the Members through postal ballot on March 07, 2026 by adding the sub clause 2 to 4.
- The Clause 3(B) was amended vide Special Resolution by the Members in their Extra Ordinary General Meeting passed on ______________, ________ by adding the sub-clause 49.

Note 4. Alteration in Clause 5:

- The authorized share capital of Rupees 1,00,00,000/- consisting of 10,00,000 Equity shares of Rupees 10 each was increased to Rupees 3,00,00,000/- consisting of 30,00,000 Equity shares of Rupees 10/- each vide Resolution passed on December 15, 2004.
- The authorized share capital of Rupees 3,00,00,000/- consisting of 30,00,000 Equity shares of Rupees 10/- each was increased to Rupees 4,50,00,000/- consisting of 45,00,000 Equity shares of Rupees 10/- each vide Resolution passed on March 25, 2008.
- The authorized share capital of Rupees 4,50,00,000/- consisting of 45,00,000 Equity shares of Rupees 10/- each was increased to Rupees 5,50,00,000/- consisting of 55,00,000 Equity shares of Rupees 10/- each vide Resolution passed on April 17, 2009.
- The authorized share capital of Rupees 5,50,00,000/- consisting of 55,00,000 Equity shares of Rupees 10/- each was increased to Rupees 22,00,00,000/- consisting of 2,20,00,000 Equity shares of Rupees 10/- each vide Resolution passed on November 02, 2023.

We, the several persons, whose names, addresses, and descriptions are subscribed hereunder 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 to our respective names.

Sr. No.	Name, Address, description, & occupation of each subscriber	Number of Equity Shares taken by each subscribers	Signature of Subscribers	Signature, Name, Address, description & occupation of witness
1	SUNIL KATARIA S/o Amokhchand Kataria 44 A GHAS BAZAR RATLAM (M.P.) PIN:- 457001 ~~MANAGING DIRECTOR~~ ~~occupation~~ Business	5000 Five THOUSAND	S. Kataria	witness to 1 & 2 Arun S. Jain S/o Surajmal ji Jain M floor Kothari mansion 353 SVP Road above Siddharth Travels Mumbai - 4 Chartered Accountant
2	ARUN KATARIA S/o Ashok Kataria 10 GHAS BAZAR RATLAM (M.P.) PIN:- 457001 Business ~~DIRECTOR~~	5000 FIVE THOUSAND	Arun	
	TOTAL	10000 TEN THOUSAND ONLY		

Place : MUMBAI
Dated : 19th April 2004