

**MEMORANDUM OF ASSOCIATION
OF**

¹A-ONE STEELS INDIA LIMITED

(A Company Limited by Shares incorporated under The Companies Act, 1956)

- I. ¹The name of the Company is **A-ONE STEELS INDIA LIMITED**.
- II. The registered office of the company will be situated in the State of Karnataka.
- III. The objects for which the company is established are:

**(A) MAIN OBJECTS OF THE COMPANY TO BE PURSUED ON ITS
INCORPORATION ARE:**

- 1. ²To carry on the business of manufacturing, dealing, importing, exporting, whole-sale trading, production, supply, distribution of all types of iron ore, coal, steel including alloy steel and metal founders, processors, turners, forgers, drawers, rollers and re-rollers of steel shafting, bars, rods in different shapes and sizes from scraps, billets, ingots including wire, nails, screws, metal hinges, plates, sheets, strips, hoops, rounds, circles, sponge, washers, binding wire, coated and other coils, sheets, TMT, Ferro silicon, Cooking Coal, Met Coke, G.P Sheets, G.P Pipes, G.I Pipes, M.S. Pipes, Tubes, Pig Iron, palletizing, pellet beneficiation, mill scales, slag, angles and to alloy steel, stainless steel, diesteels, electrical steels, silico manganese steels, cold rolled steels, hot rolled steels, rebar, wire rods and any combination thereof and all other products from steel, brass, copper, lead, zinc, nickel, and any other ferrous and non-ferrous metals of all sizes, specification and description including ingot casting in electric and furnace and to act as ironmasters, steel makers, steel converters, manufacturers of ferro manganese, colliery proprietors, coke manufacturer, miners, engineers, tin plate makers and iron founders in all their respective branches in India and abroad.
- 2. ³To carry in India or abroad the business of designing, manufacturing, producing, preparing, buying, making, procuring, acquiring, importing, improve upon, alter, manipulate, convert, maintain, prepare, market, handle, assemble, clean, heat, grade,

¹*Name clause has been amended at the EGM held on 30.08.2024*

²*Amended at the EGM held on 30.08.2024.*

³*Amended at the EGM held on 16.03.2019.*

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mould cast, sell, re-sale, export, operate, dispose, distribute, transport, store, forward, consume, repair and to act as indenters, packers, movers, preservers, stockists, agents, sub-agents, merchants, distributors, consignors, jobbers, brokers, concessionaires of all types, description and varieties of steel and steel products, gadgets, implements, accessories, parts, spares, components, moulds, jigs, nuts, bolts, fixtures and tools, metallic and any products, by-products, compounds & alloys thereof.

3. ³To promote, run, establish, install, take on lease, takeover or set up steel plants, integrated steel plants, composite steel plants, hot and cold rolling steel mills, blooms & billet mills and to enter into contract with Government, Quasi Government, Local Authority, Company and others for maintaining, running, construct, build any railways, tramways, or other ways projects and to equip, maintain, work and develop the same by electricity, steam, oil, gas, petroleum or any other motive power, and to employ the same in the conveyance of passengers, merchandise and goods of every description in India and abroad.
4. ³To carry on the business as producers/manufacturers, buyer, seller, take on lease/ hire purchase and/or otherwise deal in all kinds of energy generation, solar energy products and Equipments, solar photovoltaic cells/modules/systems, Invertors, Batteries, Cables, Transformers, renewable energy systems, hybrid energy systems, clean energy systems and to buy, sell, purchase, market and to work and use batteries, inverters, modules, cables, transformers, solar panels, frames, silicon wafers for captive consumption as well as selling purpose.

(B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III(A):

1. To enter into any arrangement with the Government of India or with any other Government or any local or state Government or with authorities, supreme, national, local, municipal or otherwise or with any person for the purpose of directly or indirectly carrying out the objects of furthering the interests of the company or its members and to obtain from any such government, State, authority, or person any charters, subsidies, loans, indemnities, grants, contracts, decrees, rights, sanctions,

³Inserted at the EGM held on 16.03.2019

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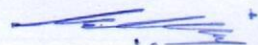


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privileges, licences or concessions, whatsoever (whether statutory or otherwise) which the company may think it desirable to obtain and carry out, exercise and comply with the same.

2. Subject to provisions of the Act and directives issued by the Reserve bank of India from time to time, to borrow money or to receive money or deposits for the purpose of financing the business of the company with or without security or secured by debentures, stock (perpetual or terminable) mortgage or other security charged on the undertaking or all or any of the assets of the company including uncalled capital and to increase, reduce or payoff any such securities.
3. To subscribe or contribute or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national, public or any other useful institutions, objects or purposes or for any exhibition.
4. To undertake and execute any trust the undertakings of which may seem to the company desirable and either gratuitously or otherwise.
5. To act as agents, registrars or brokers and as trustees for any persons or company and to undertake and perform sub-contracts.
6. To act as authorised representatives of any manufacturer, exporter and collaborator.
7. To buy, sell and deal in articles things of all kinds which may be required for the purpose that are commonly dealt in by persons engaged in any such business or required by workmen and others employed by the company.
8. To purchase or otherwise acquire any estate or interest in any business, undertakings, property, assets or rights of any kind of patent, patent rights, inventions and concessions and to develop and deal with the same in any manner as may be thought expedient.
9. To promote other companies for any purpose calculated to benefit the company.
10. To sell or dispose of the undertaking(s) of the company for such consideration, in such manner as the company may deem proper.
11. To amalgamate, with any other company(s).

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12. To enter into or join partnerships with an individual(s), a firm(s), company(s), body corporate.
13. To accept transfer of assets and liabilities of any transferor company, as the transferee company contemplated under section 494 of the act.
14. ⁴To undertake the sale, exchange, purchase, grant license and other rights over, lease, sub-lease, rent, sub-rent or otherwise deal in or dispose of all or any part of the property (movable or immovable) belonging to the company or not for such other considerations as may be thought fit.
15. To distribute any property of the company, amongst members of the company in specie.
16. To construct, maintain or alter, any property, building or works necessary and convenient for the purpose of the company.
17. To develop and promote subsidiary companies, franchisees and ancillary units.
18. To indemnify, where required, while carrying on the business of the company.
19. To acquire and carry on the business or manage the affairs of the company or firm which has defaulted in discharging its financial commitments/obligations to the company.
20. To promote, participate in or amalgamate with trusts of educational or welfare pursuits.
21. To pay for all costs, charges, expenses of and incidental to the promotions and formation, registration and establishment of the company.
22. To adopt all or any pre-incorporation contracts, agreements, entered into or made by the promoters prior to the incorporation of the company.

⁴Amended at the EGM held on 01.12.2020.


23. To give loans, inter corporate deposits, credits on such terms and conditions as may be deemed proper.
24. To make advances upon or for the purpose of purchasing materials, goods, materials, stores and other articles, required by the company.

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25. To lend, advance or guarantee to anyone with or without security on such terms and conditions as may be deemed proper, but not to do banking business as defined by the Banking Regulations Act, 1949.
26. To invite, accept and renew deposits, in accordance with the provisions of the Companies Act, 2013 and the rules made there under.
27. To invest in or hold dispose of, bonds or securities floated by any company, state government or a central government.
28. To make, draw, accept, endorse, negotiate, discount, buy, sell and deal in Bills of Exchange, promissory Notes and other Negotiable Instruments or Transferable Instruments.
29. To borrow or raise loans or overdrafts or advances, cash credits, term loans, temporary overdrafts, clean overdrafts, financial assistance for the purpose of meeting working capital requirements with or without security, from Nationalised Banks, Commercial Banks or Scheduled Banks, state and all other Financial Institutions, Foreign Financial Institutions etc.
30. To guarantee, where required for the purpose of pursuing the Company's objects directly or indirectly on such terms and conditions as may be mutually agreed upon or deemed to be fair and reasonable.
31. To borrow or raise loan, receive money, advances financial assistance with or without security, from any source including financial institutions.
32. To create, modify or satisfy charge on the uncalled capital or the calls made but not paid.
33. To mortgage, hypothecate, pledge or create charge on any of the assets or properties of the company, movable, immovable, present or future and this includes uncalled capital also.
34. To issue bonds and debentures, redeemable or convertible, secured or unsecured and to create a trust for the purpose of securing such issues.

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35. To carry out the statutory obligations, though not specifically provided herein, but incorporated in various laws and regulations, applicable to the company from time to time.
36. To enter into any arrangements for joint ventures or collaborations with any individual, firm, agency or company in India or abroad.
37. To give guarantee on any terms with or without security to any financial institutions (including without prejudice to the generality of the foregoing for and on behalf of any loans availed by the holding company, subsidiary or fellow subsidiary of, or any other company associated in any way with the company) and to enter into guarantees, contracts of indemnity and surety ships of all kinds to secure or guarantee in any manner and upon any terms the payment of any sum of money or the performance of any obligation by the company or any person, firm or company (including without prejudice to the generality of the foregoing any such holding company, subsidiary, fellow subsidiary or associated company as aforesaid).
38. To invest the surplus funds of the company from time to time in securities (Trading and Non-Marketable), Commodity Derivative Markets, stocks, derivatives, Mutual Funds, Government Securities or in other securities as may from time to time be determined by the directors, and from time to time sell, to vary all such investments and to execute all assignments, transfers, receipts, and documents that may be necessary in that behalf.
39. To establish branches and agencies of the Company in India and elsewhere and to discontinue the same whenever necessary.
40. To own, develop, purchase, sell, acquire, use, exercise, manage, protect, administer, prolong and renew any design, brand name, trade name, patents, trademark, copyright, trade secrets, intellectual property rights, inventions, licenses, protections, concessions or any other such right which may appear whether directly or indirectly advantageous or useful to the company and to spend money, directly or indirectly in carrying out research and development activities, experimenting upon, testing and improving or seeking to improve any patent, inventions, or rights (including intellectual property rights), licenses, protections, concessions or any other such right which the Company developed or to be developed, acquired or propose to acquire and to use, turn to account, manufacture under, exploit, grant
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license, sub licenses, concessions, right to use, privileges or enter into such other arrangement, for consideration or otherwise, in respect of aforesaid patents, trademarks, rights (intellectual property rights), inventions, licenses, protections, concessions, or any other such rights.

IV. The liability of the members is limited.

V. ⁵The Authorised Share Capital of the Company is Rs. 91,00,00,000/- (Rupees Ninety-One Crores Only) divided into 8,00,00,000 (Eight Crores Only) Equity shares of Rs. 10/- each and 11,00,000 (Eleven Lakhs only) Non-Cumulative Redeemable Preference Shares of Rs. 100/- each.

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- VI. We the several persons whose names and addresses are subscribed below 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.

Sl No	Name, Address, description & occupation of the subscribers	Number of Equity shares taken by each subscribers	Signature of the subscribers	Signature of witness with name, address, occupation and designation
1	Sandeep Kumar S/o. Sh. Krishan Kumar Jalan 22, 1st Floor, Janta Bhawan Road, Sirsa, 125055, Haryana (Camp at Bangalore) Occupation-Business	100 (One Hundred only)	Sd/-	Sd/- K. Mohan Kumar S/o. G.Krishnamurthy No. 3, 5th Cross, 5 th Main, Jayamahal Extn, Bangalore- 560046 Occupation: Chartered Accountant (M No. 206572)
2	Sunil Kumar Jallan S/o. Sh. Krishan Kumar Jallan D-002, Purva Fairmont Aprts, 24 th Main, 25 th Cross, Sector II, HSR Layout, Bangalore-24 Occupation-Business	900 (Nine Hundred only)	Sd/-	
	Total	1000 Nos (One Thousand only)		

Dated this 15th March 2012 at Bangalore

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