THE COMPANIES ACT, 2013
(COMPANY LIMITED BY SHARES)
MEMORANDUM OF ASSOCIATION
OF
JAYTEE ALLOYS & COMPONENTS LIMITED

(Earlier Known as JAYTEE ALLOYS & COMPONENTS PRIVATE LIMITED)

I. The Name of the Company is **JAYTEE ALLOYS & COMPONENTS LIMITED**

II. The Registered Office of the Company will be situated in the state of **Uttar Pradesh.**

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 convert M/s Jaytee Manufacturing Co. (PAN: AAFFJ2717A) into Private Limited Company under the provisions of the Company Act, 2013. Further to acquire and takeover of business of proprietary firms M/s Shree Manufacturing Company (Prop: Mr. Ashok Kumar Jain) as going concerns, inclusive of all associated assets, liabilities, and trade names. Such acquisition may be executed by issue of equity shares.
2. To engage in the manufacturing, processing, and trading of lead, zinc, tin, and all other nonferrous Metals and their respective products, including alloys, Pressure Cooker and Cookware Parts and accessories, Pressure Valves and Safety Plugs for the Auto and CNG Industry and to undertake all activities ancillary or incidental to the attainment of the aforementioned objectives.

(B) THE MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE 3(A) ARE:-

1. To apply for tender, purchase or otherwise acquire any contracts, sub-contracts, licenses and concession for or in relation to the objects or business herein mentioned or any of them and to undertake, execute, carry out, dispose of or otherwise earn to account the same.
2. To employ officers, clerks, agents, field officers, canvassers, branch officers, auditors, laborers and other employees and brokers or commission agents and to pay or provide for the payment to them of such salaries, commission, brokerage or remuneration as may be found fit, expedient, necessary or desirable.
3. To open, operate or close accounts of every description with any bank or bankers as may from time to time be thought fit and do all acts necessary for the purpose.
4. To borrow money from banks, financial institutions or any other person whether with or without security and such terms and in such manner as the company may think fit and for the said purpose to execute all such documents as may be required to encumber or charge (including hypothecation, pledge, mortgage) deal with any properties of the company.
5. To insure any of the persons, properties, undertakings contracts, guarantee or obligations or profits of the Company, of every nature and kind in any manner whatsoever.
6. To be interested in, promote, assist, in the promotion or undertake the formation and establishment of business, firms, institutions or companies in India or elsewhere with objects

wholly or partly similar to those of the company or for the purpose of acquiring all or any of the properties, rights and liabilities of the Company, or for any other purpose.

7. 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 business, any part of the purposes of which is within the objects of the Company or which the Company is authorized to carry on 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.
8. To enter into, make and perform contracts and arrangements, of every kind and description with corporate body, state or central government or any companies, firms or persons that may seem conducive to the company's objectives or any of them and to obtain from any such authority any rights, privileges, charters, contracts, concessions, licences or purchase and sale of any kind of goods, machinery, spare parts, securities, shares, stocks, debentures, which the Company for the time being may think desirable to obtain and to carry out, exercise and comply with such arrangements, rights, privileges and concessions.
9. 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 business, any part of the purposes of which is within the objects of the Company or which the Company is authorized to carry on 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.
10. To lease, sublet, mortgage, charge, sell or otherwise dispose of any property of the company either absolutely or conditionally and in such manner and upon such terms and conditions in all respects as may be thought fit and to accept payment or satisfaction for the same in cash or otherwise.
11. To amalgamate, enter into partnership or into any agreement for sharing profits, union of interest, co-operation, joint ventures, or reciprocal concessions for limiting competition with any person or company carrying on or engaged in, or about 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 therewith.
12. To construct, maintain, develop, work, manage, carry out or control any offices, buildings, warehouses, factories, laboratories, garages, shops, stores and erections of every description and any roadways and other works and conveniences which the company may think directly or indirectly conducive to the objects of interest of the company and to contribute or otherwise assist or take part in the construction, improvement, maintenance, working management or development or carrying out or control thereof.
13. To lend and advance money or give credit to such persons or companies and 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 any contract or obligation and the payment of money of or by any such persons or companies, and generally to give guarantees and indemnities.

14. To draw, make, accept, endorse, discount, execute, issue, negotiate, assign and otherwise deal in cheques, drafts, bills of exchange, promissory notes, hundies, debentures, bonds, bills of lading, railway receipts, warrants and all other negotiable or transferable instruments.

15. To advertise the products and services of the company by all permissible means including but not limited to the Internet and other electronic media, the press, circulars, posters, exhibitions, periodicals, contests and sponsorship of events.

16. To encourage, organize, promote and participate in exhibition, trade fairs, demonstrations of any kind or variety, cinema or dramatic shows, clubs, associations, movements or activities of any kind or variety likely to promote the interests of the Company.

17. To establish branches or agencies whether by means of local boards or otherwise anywhere in India or elsewhere at any place or places throughout the world for the purpose of enabling the Company to carry on its business more efficiently and to discontinue and reconstitute any such branches or agencies.

18. To acquire and secure membership, seat or privilege either in the name of company or its nominee or nominees in and of any association, exchange, market, club or other institution in India or any part of the world for furtherance of any business, trade or industry.

19. To provide for the welfare of the Directors, ex- Directors, employees or ex-employees of the company or its predecessors in business and the wives and families or the dependents or connections of such person by building of bonuses, dwellings or quarters or by grants of money, pensions, gratuities, allowances, bonuses, awards, profits-sharing or other schemes.

20. To subscribe or contribute or otherwise assist or to grant money to charitable, benevolent, religions, scientific, national, public, political, institutions, objects or purposes or for any exhibition. To distribute any of the property of the Company among the member in specie or kind in the event of winding up and subject to the provisions of the Companies Act, 2013.

21. To distribute any of the property of the Company among the member in specie or kind in the event of winding up and subject to the provisions of the Companies Act, 2013.

22. To apply for purchase, or otherwise acquire, and protect and renew in any part of the world any patents, patent rights, copy-rights, trade marks, designs, licenses, concessions, and the like, conferring any exclusive or limited right to their use, or any secret or other information as to any invention which may seem capable of being used for any of the purposes 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 licenses in respect of, or otherwise turn to account the property, rights or information so acquired, and to expend money in experimenting upon, testing, or improving any such patents, inventions or rights.

23. To enter into any arrangements with any Governments or authorities, supreme, municipal, local or otherwise, or any person or company that may seem conducive to the objects of the Company, or any of them, and to obtain from any such Government, authority, person or company any rights, privileges, charters, contracts, licenses, and concessions which the Company may think it desirable to obtain and to carry out, exercise and comply therewith.

24. To enter into collaboration and/or joint venture for sharing profits, for the setting up of industries and plants and/or for the supply of plant, machinery, tools, equipment, technical know-how, technical assistance, license, patents, instruments and things with any person or company or suppliers or other agents, and associates and/or local and/or foreign governments.
25. To get the company registered or incorporate or recognized in any part of the world in accordance with its laws for the time being at such place.
26. 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 application for or taking, placing or underwriting or producing the underwriting of shares, debentures or other securities of the Company.
27. To refer all questions, disputes or differences arising between the company and any other person including a member of the company in connection with or in respect of any matter relating to the business or affairs of the company to arbitration in such manner and upon such terms as the company and such other person may mutually agree upon in each case and such reference to arbitration may be in accordance with the provisions of the Arbitration and Conciliation Act 1996 or any statutory modification or replacement thereof and to institute legal proceedings or defend any proceedings in relation to such arbitration and to appoint advocates, consultants or advisors in this behalf.
28. To do all or any of the above things as principals, agents, consignors, consignees, contractors, trustees or otherwise and by or through trustees, agents or otherwise and either alone or in conjunction with others.

IV. The liability of members is limited.

V. **"The Authorised Share Capital of the Company is Rs. 15,00,00,000/- (Rupees Fifteen Crores Only) divided into 1,50,00,000 (One Crore and Fifty Lakh) Shares of Rs. 10/- each."***

New set of Memorandum of Association of the Company adopted in EGM held on 12th December, 2024.



Subscriber Details					
S. No.	*Name, Address, Description and Occupation	DIN / PAN / Passport number	No. of shares taken	DSC	Dated

1	NAMAN JAIN, S/O SH. ASHOK KUMAR JAIN, R/O A-36, GROUND FLOOR, NIRMAN VIHAR, EAST DELHI, DELHI 110092 OCCUPATION: BUSINESS	0*7*4*4*	5000 Equity,0 Preference	NAMAN JAIN	10/05/2024
2	ASHOK KUMAR JAIN, S/O SH. JUGAL KISHORE JAIN, R/O A-36, GROUND FLOOR, NIRMAN VIHAR, EAST DELHI, DELHI 110092, OCCUPATION: BUSINESS	0*8*4*9*	5000 Equity,0 Preference	ASHOK KUMAR JAIN	10/05/2024
Total shares taken			10000 Equity,0 Preference		

Signed before me					
Membership type of the witness (ACA/FCA/ACS/FCS/ ACMA/FCMA)	*Name of the witness	*Address, Description and Occupation	DIN / PAN / Passport number / Membership number	DSC	Dated
ACS	ABHINEET SRIVASTAVA	G-221, 3RD FLOOR, SECTOR 63, NOIDA UP 201301 OCCUPATION: COMPANY SECRETARY IN PRACTICE	4*1*0	ABHINEET SRIVASTAVA	10/05/2024