

THE COMPANIES ACT 2013

MEMORANDUM OF ASSOCIATION

OF

¹SK MINERALS & ADDITIVES LIMITED
(Public Company Limited by Shares)

1. ²The name of the company is “**SK MINERALS & ADDITIVES LIMITED**”.
2. The Registered Office of the Company shall be situated in the **State of Punjab**.
3. 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 manufacture, produce, refine, process, formulate, buy, sell, export, import or otherwise deal in all types of heavy and light chemicals, chemical elements and compounds, laboratory and scientific chemicals, pharmaceutical chemicals, agricultural chemicals, hexamine, fertilisers, petro chemicals, industrial chemicals or any mixtures, derivatives, articles and compounds thereof.
 2. To carry on business as manufacturers, producers, refiners, processors, converters, dealers, traders, importers, exporters, retailers, stockists, buyers or sellers of para nitrochloro benzene, dinitro chloro benzene, paracetamol, aluminium sulphate., manganese sulphate, acids, rubber chemicals, dystuffs, fertilisers, organic or inorganic and/or mixed chemicals including fine and heavy chemicals.
 - (b) **MATTERS NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE 3(A)**
 1. To enter into any arrangement or agreement or contract with any person, association firm or corporation whether in India or out technicians, or for such other purpose that may seem beneficial and conducive to the objects of the Company.
 2. To acquire and undertake all or any part of business, property liabilities and rights of any persons, firm or company carrying on any business which this company is authorized to carry on or be possessed of property suitable for the purpose of the company.
 3. To enter into any agreement with government or authority. (Supreme, local municipal or otherwise) that may seem conducive of the company’s objects or any of them and to obtain from any such Government or authority all rights, concession.
 4. To design, develop, alter, exchange, deal either as principal agents, let on hire, import or export, technical knowhow, machinery, assembling, components and such other parts specified above and ancillaries thereof.

For SK Minerals & Additives Private Limited

 Director

¹ Pursuant to Conversion of Private Company to Public Limited Company as approved by the shareholders of the company in its Annual General Meeting held on 30th September, 2024.

² Pursuant to Conversion of Private Company to Public Limited Company as approved by the shareholders of the company in its Annual General Meeting held on 30th September, 2024.

5. To institute, conduct, defend, compound, compromise any legal proceedings against or by the company.
6. To remunerate any person, firm or Company for services rendered or to be rendered in the acquisition of property by the Company or conduct of its business.
7. Generally to purchase or take on lease or in exchange, hire or otherwise acquire any movable or immovable property and any rights or privileges which the company may think necessary or convenient with reference to any of these objects and capable of being profitable dealt with in connection with and to the company's property or right, for the time being.
8. To employ, expert to investigate and examine into the condition prospect value character and circumstances of any business concern and undertaking and generally of any assets property or rights proposed to be acquired by the Company.
9. To sell, Improve, manage, develop, exchange, lease, mortgage, dispose of, or otherwise deal in or any part of the property and rights of the Company.
10. To open account or accounts with any individual, firm or company or with any Bank or Bankers, Financial institutions or sheriffs and to pay into and to withdraw money from such account.
11. To distribute as dividend or bonus, among the members or to place to reserve or otherwise to apply as the company may from time to time think fit, any money received by way of premium on shares or debentures issued at a premium by the Company and money arising from the sale by the Company of forfeited shares.
12. To undertake the study of consumer in Indian or foreign markets, and to co-operate with Trade Associations, Government Agencies.
13. To establish, Purchase and take on lease or otherwise acquire and run shops showrooms, distributing centers, stores and depots at any place in India or abroad.
14. To acquire, purchase and take on lease all or any of the fixed assets, machinery, furniture, stores, stocks of raw and finished materials, privileges, quota rights, goodwill pertaining to any business to achieve the aforesaid objects.
15. To guarantee the performance of any contract or obligation of and the payment of money unsecured of and interest on, any debenture, stock or securities of any Company, corporation, firm or person in any case in which such guarantee may be considered likely directly or indirectly to further the main objects of the company and in the above context to act as securities.
16. To borrow from any state financial corporations, Banks, companies firms or other financial institutions any terms loan or other sums on such security and other charges as stipulated by the financial corporation or Banks with mortgage on all or any of property of the Company whether present or future or both.
17. To adopt such means of making known the products/services of the Company as may deem expedient and in particular by advertising in the press, by purchase and exhibition of works of art or interest, by publication of books and periodicals and by granting prizes, rewards and dominations.

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 Director

18. To take interest and promote and undertake the formation and establishment of such institutions and companies as may be considered to be conducive to the interest of the Company and also to promote subsidiaries.
19. To sell, lease, mortgage, or otherwise dispose of property, assets or undertaking of the Company or any part thereof for such consideration as the Company may think fit, and in particular for shares, stocks, debentures or securities or any other such Company having objects altogether or in part similar to those of this Company.
20. To employ/acquire technical experts, technocrats, engineers, mechanics, foremen, skilled and unskilled labour for the business of the Company.
21. To amalgamate with or take any other company or companies having objects altogether or in part similar to those of this Company.
22. To insure with any person or company against losses, damages, risk and liabilities of any kind which may effects the Company either wholly or in part directly or indirectly.
23. To enter into partnership, agreements or arrangements for sharing profits or any union of interest, joint venture, reciprocal concession or co-operation with any person or person, company or companies carrying on or engaged in or about to carry on or engage in or being authorized to carry on or engage in any business or transaction which this company is authorized to carry on or engage in, or any business or transaction capable, of being conducted so as directly or indirectly to benefit the Company.
24. To apply for, purchase or otherwise acquire and protect and renew in any part of the world, any design/trademarks/copy rights, patent rights, ingestion licences, concessions and the like conferring any exclusive or non-exclusive or limited rights their use or any information as to any invention which may seem calculated directly or indirectly to benefit the company in connection with its business and to use, exercise, develop or grant licences in respect of the information so acquired and to spend money in experimenting upon, testing or improving any such patents, inventions or rights.
25. To produce the registration or other recognition of company in any country, state or place and to regulate agency for the purpose of the company's business and to apply or join in applying to any parliament, Local Government, Municipal or other authority or body, Indian or foreign, for any Acts or parliament Laws, objects or any of them and to oppose any proceedings or applications which may seem calculated directly/indirectly or to prejudice company's interest.
26. To do all or any of company's business as principals, agents or the business as representative of any person, firm, company or corporation, having business or objects, altogether or in part similar to those of this company and to carry on the business of the business of the company with foreign collaboration on terms and conditions subject to laws governing the same.
27. To invest in any, real or personal property rights or interest acquired by or belonging to the Company on behalf of or for the benefit of the company but with the declared trust in favour of the company.

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 Director

28. To carry on any business or branch of a business which this company is authorized to carry on by means of or through the agency of any subsidiary or ancillary Company or companies and to enter into any arrangement with any such subsidiary company/companies for taking the profits or losses of any 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 other business or branch so carried on, and to appoint Directors or managers of any such company.
29. To take such steps as may be necessary to give the Company the same rights or privileges in any part of the world as are possessed by local companies or concerns of a similar nature.
30. To create depreciation fund, sinking fund, insurance fund, provident fund or any special or other fund, whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company or for any other such purpose whatsoever conducive to the interest of the Company.
31. To pay all costs, charges and expenses of and incidental to the promotion, registration and establishment of the Company.
32. To draw, accept, make, endorse, discount and negotiate promissory notes, cheques, hundies bill of exchange, bill of lading and other negotiable instruments of all types in connection with the business of the company.
33. To train or pay for the training in India or abroad of any of the Company's officers, employees or any candidate in the interest of or for the furtherance of the company's objects.
34. To make donations to such persons or institutions either in cash or any other assets as may be thought directly or indirectly conducive to any of the Company's objects or otherwise expedient and to provide for the welfare of the directors, officers, employees and ex-directors, ex-officers and ex-employees of the Company and wives, windows and families of the dependents.
35. To give to officers, servants or employees of the Company's business or any branch thereof and whether carried on by means of or through the agency of any subsidiary/ancillary Company or not and for that purpose to enter into any arrangements, the Company may think it.
36. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory provident, pension or superannuation funds for the benefit of, and give or procure the giving of donation, gratuities, pension, allowances or employment or any other pecuniary aid to any person who are or were at any time in the employment or service of the company, or of any company, which is a subsidiary of the company or is allied to or associated with the Company.
37. To provide residential and/or sleeping accommodation for workmen and in connection with to afford to such person facilities and convenience for washing bathing, cooling reading and writing and for the purchase, sale and consumption of provision both liquid and solid and for the safe custody of goods.
38. To do all and everything necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth.

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39. Subject to the provisions of the Companies Act, 2013, to borrow or raise money or loans for the purpose of the company by promissory notes, bills of exchange, hundies and other negotiable or transferable instruments or by mortgage, charge, hypothecation or pledge, or debentures, or by debentures stock convertible into shares of this company charged upon all or any of the company's property and assets, both present and future, movable and immovable, including its uncalled capital upon such terms as the directors may deem expedient or in such other manner with or without security as may be deemed expedient or to take money deposit or otherwise (merely for the purpose of financing the business of the company) and to lend money to customers and others having dealings with the company and to guarantee the performance of contracts by any such persons and to execute all deeds, writings and assurances for any of the aforesaid purposes. However it is clarified that the Company shall not carry on banking business within the meaning of the Banking Regulation Act, 1949.
40. ³SK MINERALS, proprietorship firm to be converted into the Company by takeover of business of that firm with all the assets and liabilities as a going concern basis.
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. ⁴The Authorised Share Capital of the Company Rs. 15,00,00,000/- (Rupees Fifteen Crore Only) divided into 1,50,00,000 (One Crore Fifty Lakh) Equity Shares having a face value of Rs.10/- (Rupees Ten Only) each.



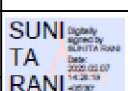
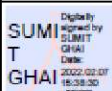
For SK Minerals & Additives Private Limited

 Director

³ Substituted by alteration of Memorandum of Association as per the provisions of the Companies Act, 2013 by special resolution passed at the Extra ordinary General Meeting held on 08th July, 2022.

⁴ Substituted by alteration of Memorandum of Association as per the provisions of the Companies Act, 2013 by Ordinary resolution passed at the Extra ordinary General Meeting held on 01st February, 2023, 7th March, 2024 and by ordinary resolution passed at the Annual General Meeting held on 30th September, 2024.

6. 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 agree to take the number of shares in the capital of the company set against our respective names.

S.No.	Subscriber Details					
	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of shares taken		DSC	Dated
1	Mohit Jindal S/o Shri. Ram Karan Jindal R/o Jindal Niwas, Street No. 3, Near Khanna Nursing Home, Dharampura Estate, Khanna -141401, Punjab Occupation – Business	05351969	1,000	Equity		07/02/22
				Preference		
2	Rohit Jindal S/o Sh. Ram Karan Jindal R/o Jindal Niwas, Street No. 3, Near Khanna Nursing Home, Dharampura Estate, Khanna -141401, Punjab Occupation – Business	06856831	1,000	Equity		07/02/22
				Preference		
3	Sunita Rani D/o Shri Rajinder Pal Garg R/o Jindal Niwas, Street No. 3, Near Khanna Nursing Home, Dharampura Estate, Khanna -141401, Punjab Occupation – Business	08938748	8,000	Equity		07/02/22
				Preference		
Total Shares taken			10,000.00	Equity		
				Preference		
Signed before Me						
Name		Address, Description and Occupation	DIN/PAN/Passport Number/ Membership Number		DSC	Dated
FCS	SUMIT GHAI	3rd Floor, SCF-14, I-Block Market, Sarabha Nagar, Opp. Durga Mata Mandir, Ludhiana- 141001 (Punjab) Occupation: PCS	10253			07/02/22

For SK Minerals & Additives Private Limited


Director