प्रारूप एक

FORM 1

निगमन का प्रमाण पत्र

CERTIFICATE OF INCORPORATION

सं०...U27109DL2004PLC128146........................1925-1926................

No...U27109DL2004PLC128146..........................2004-2005...............

मैं एतद् द्वारा प्रमाणित करता हूं कि आज .... जिंदल स्टेनलैस स्टीलवे लिमिटेड

....

कम्पनी अधिनियम 1956 (1956 का 1) के अधीन निगमित की गई है और यह कम्पनी परिसीमित है।

I hereby certify that .... **JINDAL STAINLESS STEELWAY LIMITED** ....

is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the Company is limited.

मेरे हस्ताक्षर से आज ता० ....15 श्रावण,1926........... को दिया गया।

Given under my hand at .... **NEW DELHI**...... this .... **SIXTH**................................

day of ....**AUGUST**.........**TWO THOUSAND**............... **AND FOUR**..............................

कम्पनी रजिस्ट्रार Registrar of Companies N.C.T. Of Delhi & Haryana रा० रा० क्षेत्र दिल्ली एवं हरियाणा

Sd/-

(विष्णु काटकर)

सहायक कम्पनी रजिस्ट्रार

Asst. Registrar of Companies

रा. रा. क्षेत्र दिल्ली एवं हरियाणा

N.C.T. OF DELHI & HARYANA

COMPANY NO. ...55-128146......

सत्यमेव जयते

Certificate for Commencement of Business

व्यापार प्रारम्भ करने का प्रमाण-पत्र

Pursuant to section 149 (3) of the Companies Act, 1956

कम्पनी अधिनियम, 1956 की धारा 149 (3) के अनुसरण में

I hereby certify that the............. **JINDAL STAINLESS STEELWAY LIMITED**

....

मैं एतद् द्वारा प्रमाणित करता हूं कि ...... जिंदल स्टेनलैस स्टीलवे लिमिटेड .....

....

which was incorporated under the Companies Act, 1956 on

जो कि कम्पनी अधिनियम, 1956 के अन्तर्गत पंजीकृत की गई थी दिनांक 15 श्रावण, 1926......

the ....6...................day of August...........................20...FOUR........

and which has filed duly verified declaration in the

और जिस ने कि यथावत् निर्धारित प्रपत्र में सत्यापित घोषणा पत्र प्रस्तुत

prescribed form that the conditions of section

कर दिया है कि उस ने धारा 149(2) (क) से (ग)

149 (2) (a) to (c) of the said Act, have been complied with is entitled

की सभी शर्तों का अनुपालन कर दिया है, अतः व्यापार आरम्भ करने का

to commence business

अधिकारी है।

Given under my hand at NEW DELHI

मेरे हस्ताक्षर से आज दिनांक............ 3 भाद्रपद, 1926..

this.................25..................day of ....AUGUST..................

TWO THOUSAND......................................AND FOUR..

को जारी किया गया।

कम्पनी रजिस्ट्रार ★ राष्ट्रीय राजधानी क्षेत्र, दिल्ली एवं हरियाणा ★ सत्यमेव जयते

Sd/-

(V P KATKAR)

कम्पनी रजिस्ट्रार

Asst. Registrar of Companies

रा. रा. क्षेत्र दिल्ली एवं हरियाणा

N.C.T. OF DELHI & HARYANA

सत्यमेव जयते

GOVERNMENT OF INDIA

MINISTRY OF CORPORATE AFFAIRS

Registrar of companies, Delhi
4th Floor, IFCI Tower 61, New Delhi, Delhi, India, 110019

Corporate Identity Number: U27109DL2004PLC128146

SECTION 13(1) OF THE COMPANIES ACT, 2013

Certificate of Registration of the Special Resolution Confirming Alteration of Object Clause(s)

The shareholders of M/s JINDAL STAINLESS STEELWAY LIMITED having passed Special Resolution in the Annual/Extra Ordinary General Meeting held on 13-05-2019 altered the provisions of its Memorandum of Association with respect to its objects and complied with the Section 13(1) of the Companies Act, 2013.

I hereby certify that the said Special Resolution together with the copy of the Memorandum of Association as altered has this day been registered.

Given under my hand at New Delhi this Thirteenth day of June Two thousand nineteen.

DS DS MINISTRY OF CORPORATE AFFAIRS 1

KAMAL HARJANI

Registrar of Companies

RoC - Delhi

Mailing Address as per record available in Registrar of Companies office:

JINDAL STAINLESS STEELWAY LIMITED

JINDAL CENTRE-12, BHIKAJI CAMA PLACE, NEW DELHI, Delhi, India, 110066

सत्यमेव जयते

GOVERNMENT OF INDIA

MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies

4th Floor, IFCI Tower 61, New Delhi, Delhi, India, 110019

Corporate Identity Number: U27109HR2004PLC082454

SECTION 13(5) OF THE COMPANIES ACT, 2013

Certificate of Registration of Regional Director order for Change of State

M/s JINDAL STAINLESS STEELWAY LIMITED having by special resolution altered the provisions of its Memorandum of Association with respect to the place of the Registered Office by changing it from the state of Delhi to the Haryana and such alteration having been confirmed by an order of Regional Director bearing the date 14/08/2019.

I hereby certify that a certified copy of the said order has this day been registered.

Given under my hand at New Delhi this Seventh day of September Two thousand nineteen.

DS DS
MINISTRY OF
CORPORATE
AFFAIRS 1

KAMAL HARJANI

Registrar of Companies
RoC - Delhi

Mailing Address as per record available in Registrar of Companies office:

JINDAL STAINLESS STEELWAY LIMITED

Village Pathredi, Bilaspur, Tauru Road, Gurgaon, Gurgaon, Haryana, India, 122413

THE COMPANIES ACT, 2013

MEMORANDUM OF ASSOCIATION

OF

THE COMPANY LIMITED BY SHARES

OF

JINDAL STAINLESS STEELWAY LIMITED

I. The name of the Company is **JINDAL STAINLESS STEELWAY LIMITED**

II. The Registered Office of the Company will be situated in the State of Haryana.*

III. The objects for which the Company is established are:-

(A) MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION:

1. To carry on the business of manufacturer, processor, producer, seller, purchaser, assemblers, titters, engineers, erectors, founders, smelters, refiner, makers, drawers, sinkers, miners, workers, repairers, hire-purchaser, dealers, representatives, contractors, importer, exporter, innovator, creator, developers, whole-seller, dealer, stockist, distributor, agent, trader, exchanger, fabricator, service-center and jobber of and in forging, casting of steel, stainless and special steels, alloys and ferrous and non-ferrous metals and other allied sectors.

2. To carry on the business of stamping and pressing of sheet metals in different shapes and sizes.

3. To carry on the business of cutting, bending, shering, special finishes and new applications of stainless steel sheet, aluminum sheet and other metal/alloys sheet according to the customer's requirement.

4. To import education and training to entrepreneurs, professionals and technicians for innovation design, production and marketing of products out of stainless steel sheet, aluminum sheet and other metal sheets, through its own training centre or through a network of franchises in India or any other country of the world.

5. To take & execute the tender and contract for design, application, development, production, erection, promotion, marketing and use of products out of stainless steel sheet, aluminum sheet and other metal/alloy sheet and auto-parts, scotch brite finish, material for white goods industry, auto-industry, architectural finish, precision strip market, retail market (Small tonnages) and other allied sectors.

6. To Manufacture, deal, import and export pig iron, sponge iron, ferro silicon, ferro chrome and other ferrous substances and metals of every description and grades and manufacture, deal, import and export all kinds and varieties of non-ferrous raw metals such as aluminum, copper, tin, lead, silica-manganese etc. and the by-products obtained in the processing and manufacturing these raw metals.

***INSERTED VIDE EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS HELD ON 13TH MAY, 2019, SUBJECT TO APPROVAL OF CENTRAL GOVERNMENT.**

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

1. To purchase a, take on lease or on hire, acquire, deal with or dispose of land, buildings or any kind of property , movable or immovable and rights and to manage, mortgage, sell, underlet, lease out, realise rents or otherwise turn to account all or any of the properties or rights of the Company whether immovable or movable including all or every description of machinery, apparatus or appliances and to hold, use, cultivate, work, manage, improve, carry on and develop the undertaking, land and movable or immovable property and assets of any kind of the Company or any part thereof, for the attainment of the objects of the Company.

2. To lend money either with or without security and generally to such persons and upon such terms and conditions as the Company may think fit for its purposes.

3. To lend for, purchase, or otherwise acquire any patents, brevets d'inventions, licences, concessions, and the like, conferring any exclusive or non-exclusive or limited right to 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 licences respect of or)the rise turn to account the property, right or information so acquired.

4. To subscribe, contribute or guarantee money for any National, charitable, benevolent, public, general or useful object or fund or for any exhibition.

5. To acquire and undertake all or any part of the business property and liabilities of any person or company carrying on any business which this company is authorized to carry on, or possessed of property suitable for the purposes of the Company. To amalgamate with any other company having objects altogether or in part similar to those of this company and to expand the company's activities by opening branches and/or by appointing agents in India, and in any foreign country to start agencies, shops in different parts of India and elsewhere as the Board of Directors may decide for the expansion of the business of the company and to control the business of any other company or companies having objects similar to this company.

6. To enter into any arrangement with any Government or Authority, Supreme, Municipal Local or otherwise, that may seem conducive to the company's objects or any of them and to obtain from any such government or authority all rights, licences, concessions and privileges which the company may in it desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.

7. To manufacture, import, export, buy, sell, exchange, alter, improve, manipulate, prepare for market and otherwise deal in all kinds of plants, auto parts, machineries, apparatus, tools, utensils, substances, materials and things, necessary or convenient for carrying on any of the above specified business or proceedings or usually dealt in by persons engaged in the like business.

8. To adopt such means of making known the products of the company as may seem expedient and in particular by advertising in the press, by circulars, by purchase and exhibition of works of arts or interest by publication of books and periodicals and by granting prizes, rewards and donations.

9. To enter into partnership or into any arrangement for sharing profits or losses, or into any union of interests joint venture, reciprocal concession or co-operation with any person or persons or company or companies carrying on, or engaged in, or about to carry on or engage in any business or transaction which this Company is authorized to carry on, or engage in any business or transaction capable of being conducted so as directly to benefit this Company.

10. To guarantee and to become surety for 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, and securities, of any company or of any authority (whether supreme, municipal, local or otherwise) or of any person whomsoever, whether incorporated or not and as security for the performance of any such guarantee or contract of suretyship to mortgage, charge or hypothecate all or any part of the undertaking, property and assets of the company, and generally to guarantee or become surety for the performance by any company, authority or person of any contract or obligation.

11. To sell or dispose of the undertaking of the Company, or any part thereof, for such consideration as the Company may think fit, and in particular for shares, debentures, or securities of any other company having objects, altogether, or in part, similar to those of this Company.

12. To promote any company or companies for the purpose of acquiring all or any of the property, rights and liabilities of this Company or for any other purpose which may seem directly calculated to benefit his Company.

13. To invest kind deal with the moneys of the Company not immediately required, upon such securities and in such manner as may from time to time be determined, provided that the Company shall not carry on the business of banking as provided in the Banking regulations Act, 1949.

14. Subject to the provisions of section 180(1)(c) & 73 to 76 of the Companies Act, 2013, to borrow or raise or secure payment of money or to receive money on deposit at interest for any of the purposes of the company, and at such time or times and in such manner as may be thought fit and in particular by the issue of debentures or debenture-stock, perpetual or otherwise, including debentures or debenture stock convertible into shares of this or any other company or perpetual annuities and as security for any such money so borrowed, raised or received to mortgage pledge or charge the whole or any part of the property, assets, or revenue and profit of the company, present or future including its uncalled capital by special assignment or otherwise or to transfer or convoy the same absolutely or in trust and to give the lenders the same absolutely or the tower of sale and other powers as may seem expedient, and to purchase, redeem or pay off any such securities.

15. To open an account or accounts with any individual, firm or company or with any bank or banker or shroffs and to pay into and to withdraw money from such account or accounts.

16. To create any reserve, sinking fund, insurance fund or any other special fund whether for deprecation or for repairing, improving, extending or maintaining any property of the Company or for any other purpose conducive to the interests of the Company.

17. To take or otherwise acquire and hold shares in any other company having objects, altogether or in part similar to those of this Company, or carrying on any business capable of being conducted so as directly to benefit this Company.

18. To undertake and execute any trust, the undertaking of which may seem to the company desirable.

19. To dray, make, accept, discount, execute and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments or securities.

20. Subject, to the provisions of Companies Act, 2013, to remunerate any person or company for services rendered, or to be rendered, in or about the formation or promotion of the Company, or the acquisition of property by the Company, or the conduct of its business.

21. To distribute event of its all or any of the property and assets of the company in specie or in kind, In the winding up.

22. To sell, improve, manage, develop exchange, lease, mortgage, dispose of, turn to account, or otherwise deal with all or any part of the properly and rights of the Company.

23. To pay all or any costs, charges and expenses, preliminary and incidental to the promotion, formation, establishment and registration, of the Company.

24. To make donations to such person or institutions excluding to those prohibited by law, either in cash or any other assets as may be thought directly or indirectly conducive to any of the Company's introducing objects or otherwise expedient and in particular to remunerate any person or corporation business to this company and to subscribe or guarantee money for any exhibition or for public, general or other objects, and to establish and support, or aid in the establishment and support dependants, or benefit of the employees or of persons having dealing with the company or the relatives or connections of such persons and in partnership, friendly or other benefit societies and to grant pensions, allowances, gratuities and bonus either by way of annual payment or a lump sum, and to form and contribute to provident and benefit funds to or for such persons.

25. As per provision of the Companies Act, 2013, to place, to reserve or to distribute as dividends or bonus among the members or otherwise to apply on shares as the Company may from time to time think fit, any moneys received by way of premium or debentures issued at a premium by the Company and any moneys received in respect of dividends accrued on forfeited shares and monies arising from the sale by the company of forfeited shares or from unclaimed dividends.

26. #To establish and support, or aid in the establishment and support of associations, institutions, funds, trusts and conveniences calculated to benefit employees or ex-employees of the company, or its predecessors in business or the dependents or connections of such persons,and to grant pensions and allowances, and to make payments towards insurance and to subscribe or guarantee money for charitable or benevolent objects, or for any exhibition or for any public or general useful object.

27. #To acquire and undertaken all or any part of the business, property and liabilities of any person or company carrying on any business which this company is authorized to carry on or possessed of property suitable for the purposes of the Company.

28. #Generally to purchase, take on lease, or 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 profitably dealt with in connection with any of the company's property or rights for the time being.

29. #To do all or any of the above things in any part of the world as principals, agents, Material handling agents, distributers, consignors, contractors, trustees or otherwise, and by or through trustees, agent or otherwise, and either alone or in conjunction with others and severally to all such other things as may appear to be incidental or conducive to the attainment of the main objects.

30. #To distribute in spice any of the property among the member in the event of its winding up.

31. #To acquire by way of purchase, gift, exchange or otherwise, any shares, stock, debentures, debenture-stock, bonds, participative units, mutual funds units, obligations or securities or any other asset or property including rights, claims or interest therein, by original subscription or otherwise.

32. #To transfer by way of sale, gift, exchange or otherwise part with, give up or alienate in any manner (with or without any consideration), any shares, stock, debentures, debenture stock, bonds, participative units, mutual funds units, obligations or securities or any other asset or property including rights, claims or interest therein, acquired by original subscription or otherwise.

IV. #The Liability of members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

V. $ The Authorised share capital of the Company is Rs. 65,00,00,000 /- (Rupees Sixty Five Crores Only) divided into 6,50,00,000 (Six Crore Fifty Lakh) equity shares of Re. 10/- each.

INSERTED VIDE EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS HELDON 13TH MAY, 2019.

$ Inserted vide order of the Hon`ble National Company Law Tribunal in the matter of amalgamation of J.S.S. Steelitalia Limited with the Company dated 19th May, 2023.

We, the several persons whose names and addresses are subscribed hereto, 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 our respective names :-

Names, description, occupation and addresses of each subscribers	Number of and types of subscribed shares	Signature of Subscribers	Name, addresses, description, occupation and signature of witness or witnrsses
RAVINDRA KUMAR GOYAL S/o Late Sh. M. L. Goyal B4/140, First Floor Safdarjung Enclave New Delhi-110029 (Service)	100 (One Hundred) Equity Shares	Sd/-	I hereby witness the signatures of all subscribers who have signed before me Sd/- NAVNEET ARORA Company Secretary JE-9/104, Malviya Enclave, Malviya Nagar, New Delhi-110017 FCS-3214 C.P. No. 3005
SHANTI SWAROOP SAXENA S/o Late Sh. B. R. Saxena H-92/6, Shivaji Park Punjabi Bagh (W) New Delhi-110026 (Service)	100 (One Hundred) Equity Shares	Sd/-	
RAJIV RAJVANSHI S/o Sh. Tej Pratap Singh B-25, Kailash Apartments New Delhi-110048	100 (One Hundred) Equity Shares	Sd/-	
MAHENDRA MALU S/o Late Sh. Raghunath Prasad Malu 9, Utkarsh Apt., 2, Raj Narain Marg, Civil Lines, Delhi-110054 (Service)	100 (One Hundred) Equity Shares	Sd/-	
ARVIND PARAKH S/o Late Dr. T. C. Parakh C-6/59A, S.D.A. New Delhi-110016 (Service)	100 (One Hundred) Equity Shares	Sd/-	
DILIP KUMAR BANTHIYA S/o Sh. P. M. Banthiya 22-B, Mansarovar Park DDA Flats, Delhi-110032 Delhi-110091 (Service)	100 (One Hundred) Equity Shares	Sd/-	
JINDAL STAINLESS LTD. Delhi Road, Hisar-125005 Through Mr. Anand Prakash Garg S/o Late Lakshmi Chand Garg Senior Vice President & Company Secretary	499400 (Four Lac Ninty Nine Thousand & Four Hundred) Equity Shares	Sd/- (SEAL)	
Total	500000 (Five Lakhs) Equity Shares		

Place : New Delhi Dated : 29th day of July, 2004