

THE COMPANIES ACT, 2013
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
Rulka Electricals Limited**

- I. The name of the Company is **"Rulka Electricals Limited"****.
- II. The Registered Office of the Company will be situated in State of **Maharashtra**.
- III. *The Objects for which the Company is established are:
 - A. **MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION:**
 1. To carry on the business of electrical repairs, installation and maintenance of all kinds of electrical products including electrical wiring, outlets, light fixtures, and electrical panels, generators, switchgears, transformers , machinery apparatus, tools wire and cables, lamps, fans, fittings and equipments.
 2. *To carry on in India or elsewhere, either alone or jointly with one or more person, Government, local bodies or other bodies, the business to construct, finish, repair, maintain, search, survey, examine, inspect, locate, modify owi Gperate, protect, promote, reconstruct, dig, renovate etc.
 3. *To carry on in India or elsewhere, either alone or jointly with one or more person, Government, local bodies or other bodies, the business of supplying Fire fighting equipment, alarms, security systems, CCTV camera setup, Fire fighting Accessories, and other allied activities in the setting up of fire systems.
 4. *To carry on the Business of sale and purchase of property taking civil and electric contracts of construction and /or development of roads, buildings, highway, and to develop construct any type of infrastructure facilities, express ways as contractor or subcontractor for Government or semi Government or for other parties under any of their schemes or on the same or otherwise and to give consultancy and other services, and to acquire by purchase, lease, exchange, heir, or otherwise lands and property of any nature or any interest in the same and to erect and construct houses, buildings, roads, bridges and infrastructure facilities or work of every description on any lands or property of any nature or any interest in the same and colonizing and to erect and construct houses, buildings, roads, bridges and infrastructure facilities of work of every description on and land of the company or upon any other land or property and to pull down, rebuild, enlarge alter and improve existing houses, buildings, roads, bridges, any

other infrastructure facilities and work thereon to convert and appropriate and such lands into roads, streets, squares, gardens and other conveniences and generally to deal with and improve the property of the company or any other property.

*Altered vide Special Resolution passed at the Extra Ordinary General Meeting held on 8 July, 2022.

**The Name of the Company has been altered through special resolution in EGM passed by members on 27th June, 2023

B. OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF MAIN OBJECTS:

1. To undertake the publication of advertisements, journals, books, periodicals, magazines or other publications, for the purpose of public awareness, education and to attain any or all of the main objects of the Company.
2. To act as event managers for organizing educational, social, cultural and musical events and programs.
3. To import all kinds of equipments, tools and machinery required to set up and carry on the said projects in the main object and arrange financial assistance, bank loans for any project to be developed and to enter into Joint Venture with State Government, other Government authorities as well private bodies for provision of services and products developed by the Company.
4. To apply for, purchase or by other means acquire and protect, prolong and renew, whether in India or elsewhere, any patents, patent rights, inventions, licenses, protections and concessions which may appear likely to be advantageous or useful to the Company, and to use and turn to account, and to manufacture under or grant licenses or privileges in respect of the same, and to expend money in experimenting upon and testing and in improving or seeking to improve any patents, inventions or rights which the Company may acquire or propose to acquire.
5. To purchase or otherwise acquire or undertake all or any part of the business, property, assets, rights and liabilities of any person or company or, the whole or any portion of the shares in or securities of, or obligations or liabilities of any company carrying on any business which this Company is authorised to carry on or which appears calculated directly or indirectly to benefit this Company, or possessed of property or rights suitable for the purposes of this Company.
6. To sell, lease, grant licenses, easements and other rights over and in any other manner, deal with or dispose of the undertaking, property, assets, rights and effects of the Company or any part thereof, for such consideration as the Company may think fit and in particular of shares, debentures or securities of any other Company.
7. To enter into guarantees, indemnities, bonds and undertakings and to provide cash

deposits, counter-indemnities or any other form of security whatsoever which may be required or acceptable in India for the performance of the obligations of or to secure claims against any person.

8. Subject to the provisions of FEM (Transfer or issue of Security by a person resident outside India) Regulations 2000 or any other relevant guidelines issued by the Central Government from time to time, any person, Company, entity, institution, trust or organization resident or established outside India may invest in the Company.
9. Subject to the provisions of Banking Regulation Act, 1949 as subsequently amended from time to time, to draw, make, accept, endorse, discount, buy, sell, collect, deal in, execute and issue bills of exchange, hundies, promissory notes, coupons, drafts, bills of lading, railway receipts, warrants, debentures, scrips and other negotiable or transferable instruments or securities whether transferable / negotiable or not and to discount, accept, collect Bills of Exchange, Hundies, Promissory Notes, Coupons, drafts, Bills of Lading, and other instruments and securities whether transferable / negotiable or not.
10. To effect all such insurances in relation to the property of Company and the carrying on of its business and any risk incident thereto as may seem expedient.
11. To refer to or agree to refer any claims, demands, dispute or any other question by or against the Company or in which the Company is interested or concerned, and whether between the Company and the members or members of the Company and / or his representatives, or between the Company and third parties, to arbitration and to observe and perform and do all acts, matters and things to carry out or enforce the awards, to act as agents for service of process and otherwise represent foreign entities in legal and arbitral proceedings in India.
12. To form or promote any company or companies, whether in India or elsewhere, having amongst its or their objects the acquisition of all or any of the assets or control or development of the company or any other objects which in the opinion of the company could or might directly or indirectly assist the company in the development of its properties or otherwise prove advantageous to the company and to pay all of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be rendered.
13. To amalgamate, or enter into partnership or into any arrangement for sharing profit, union of interest, co-operation, joint venture, reciprocal concession or otherwise with any person, firm or company whether Indian or foreign, carrying on or engaged in or about to carry on or engage in any business or transaction which this Company is authorised to carry on or engage in.
14. To take or otherwise, acquire and hold, re-sale, dispose off shares in any other company having objects altogether or in part similar to those of the company.
15. To provide for or utilise such sum or sums of money that may be agreed upon by the

Company from time to time for research and development connected with the objects of the Company and for the protection of the interest of the Company and securing any process or processes / patent or patents or protecting any invention or inventions which the Company may acquire or propose to acquire or deal with.

16. To appoint engineers, technicians, professionals, contractors, managers, brokers, canvassers, agents and other persons and to establish, undertake, transact, execute, and maintain agencies or branches in any part of India or elsewhere for the purpose of the company's business and to discharge and to discontinue the same.
17. To engage any person, firm or company rendering professional, consultancy or advisory services to the Company and to remunerate any such person, firm or company as may be though expedient.
18. To negotiate and enter into agreements and contracts with Indian and foreign individuals, companies, corporations and such other organisations for technical, financial or any other assistance for carrying out all or any of the objects of the company or for the purpose of activating research and development of manufacturing projects on the basis of know-how, financial participation or technical collaboration and acquire necessary formulae and patent rights for furthering the objects of the company.
19. To purchase or to lease or take on licence or in exchange, hire or otherwise acquire and to erect, maintain, reconstruct, and adopt any land, building and any other kind of real and personal property whether moveable or immovable necessary or convenient for the purpose of the business of the Company and for that purpose to enter into any Agreement, Deed of Sale or any kind of arrangement with any party and to create any kind of fund (depreciation, reserve, sinking, insurance) for repairing, maintaining, improving or replacing its assets / properties and also to extend, expand, develop the business of the Company by adding or altering, enlarging all or any of the buildings, premises and machinery stock in trade. for the time being the property of or in possession of the Company and by expending from time to time, such sums of money as may be necessary or expedient for the purpose of improving, repairing and maintaining the buildings, machinery and property for the time being of the Company.
20. To exchange, sell, convey, mortgage, assign or let on lease or leases the whole or any part of the property (whether movable or immovable) of the Company and to accept as consideration for or in lieu thereof other land or cash or Government securities or securities guaranteed by the Government of India or Provincial or other Government or Municipal, Port Trust, Railways or other authority or shares, debentures, stocks, bonds or securities of any other company or companies or partly one or partly the other or such other company and to take back or reacquire any property so disposed off by repurchasing or leasing the same for such price or prices and on such terms and conditions as the Company may think

fit.

21. To apply for, purchase or otherwise acquire and protect, prolong and renew whether in India or in any part of the world, for the purpose of using in its business, any patents, patent rights, copy rights, sophisticated technology, designs, licences, concessions and the like, conferring any exclusive or non-exclusive or limited right to use any secret, technical 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 directly or indirectly benefit the Company.
22. To undertake the payment of all rent and the performance of all covenants, conditions and agreements contained in and reserved by any lease that maybe granted or assigned to or is otherwise acquired by the Company.
23. To purchase the reversion or reversions or otherwise acquire the freehold rights in all or any part of the lands for the time being held under lease or for an estate less than a freehold estate by the Company.
24. To enter into any arrangements with any Government Authorities (Central, State, Municipal, local or others) or Company (whether incorporated in India or outside India) firm or person that may seem conducive to the attainment of Company's objects or any of them and to obtain from any such Government or other authorities any orders, charters, licences, authorisations, rights, subsidies, loans, indemnities, sanctions, protection, privileges and concessions which the Company may think desirable to obtain and to carry out, exercise and comply with any arrangements, rights, privileges, subsidies and concessions.
25. To undertake or take part in the formation, supervision or control of the business or operations of any person, firm, body, corporation and to promote or form any company or companies for the purpose of acquiring all or any part of the property, rights and liabilities of the Company or undertaking any business or to acquire and undertake the whole or benefit the Company or to acquire and undertake the whole or any part of the business, goodwill, property and liabilities of other persons, firms and companies or undertakings either existing or new, engaged in or carrying on or proposing to carry on any business which this company is authorised to carry on or possessed of any property or rights suitable for the purposes of the company by paying or contributing towards the preliminary expenses thereof or providing the whole or part of the Capital thereof or by taking shares therein or by advancing money.
26. To advance money to such persons and on such terms as may seem expedient and in particular to member of the staff, customers and others having dealings with the Company and to guarantee the performance of contracts and engagements by any such persons.

27. To make advances of such sum or sums of money upon or in respect of or for the purchase of goods, machinery, stores or any other property, articles and things required for the purposes of the Company upon such terms, with or without security as the Company may deem expedient.
28. Subject to the provisions of section 292 & 58A of the Companies Act, 1956 and as per directives of the Reserve Bank of India, to borrow or raise or secure the payments 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 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 or of any such debentures or debenture-stock so issued, to mortgage, pledge or change the whole or any part of the property, assets, or revenue and profits of the Company, present or future including its uncalled capital, by special assignment or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders power of sale and other powers as may seem expedient and to purchase, redeem or pay off any securities. Provided that the Company shall not carry on Banking business as defined in the Banking Regulation Act, 1949.
29. To apply for, promote and obtain any order, licence or consents of the Department of Industry or other Authority for enabling the Company to carry any of its objects into effect or for effecting any modification of the Company's constitution or for any other purpose which may seem calculated, directly or indirectly to promote the Company's interests and to oppose any proceedings directly or indirectly that are likely to prejudice the Company's interests.
30. To open account or accounts with any Bank or Banks and to pay into and to withdraw money from such account or accounts.

IV. The liability of the members is limited.




V. (i) The Authorised Share Capital of the Company is Rs. 5,00,00,000 (Five Crores Rupees only) divided into 50,00,000 (Fifty Lakhs) Equity Shares of Rs. 10 (Rupees Ten only) each.

*The Authorized Capital of the Company has been Increased to 11,00,000 (1,10,000 Shares of Rs 10 each) pursuant to the resolution passed by members of the Company on 10th August, 2017.

**The Authorized Capital of the Company has been Increased to 1,00,00,000 (10,00,000 Shares of Rs 10 each) pursuant to the resolution passed by members of the Company on 17th February, 2022.

***The Authorized Capital of the Company has been Increased to 5,00,00,000 (50,00,000 Shares of Rs 10 each) pursuant to the resolution passed by members of the Company on 09th March, 2023.

We, the several persons, whose names, addresses and occupations are here-under subscribed, 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.

Name, Address, Occupation and Description of each Subscriber	No. of equity shares taken by each subscriber	Signature of each Subscriber	Signature, Name, Address and Occupation of Witness
<p>1) Nitin Indrakumar Aher s/o. Indrakumar Jayaram Aher Add: - R.NO.302, Pandurang Nivas, Hanuman Soc Dombivli Mumbai 421201, Maharashtra occ: Business</p>	<p>5000 (Five Thousand)</p>		<p>Witness to all the subscribers Name - Deepak Ramachal Dhunyya S/O - Ramachal Dhunyya Add - Room NO-05 Ganpat surnal chawl Shirgaon, Badlapur - 421503 Occupation - Service Sign - </p>
<p>2) Rupesh Laxman Kasarkar s/o. Laxman Narayan Kasarkar Add: Gurusamarth Krishi Soc. FL No. 12, Nr. Swami samarth Math Dombivli. Mumbai - 421202 Maharashtra occ. Business</p>	<p>5000/- (Five thousand)</p>		
	<p>10,000 (Ten Thousand)</p>		

Date: 04/05/2013

Place: Mumbai