


THE COMPANIES ACT, 2013
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
JULIEN AGRO INFRATECH LIMITED

- I. The name of the Company is JULIEN AGRO INFRATECH LIMITED
- II. The Registered Office of the Company will be situated in the state of West Bengal.
- III. The Object for which the Company is established are:
 - (A) THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:
 1. To act as builders, colonizers, contractors, interior, architectural and structural designers, town planners and surveyors for the any person, firm, society, company, multinational companies, semi-govt./govt. authority and to purchase, built, lease, exchanges, acquire, contract, sale, develop, construct or reconstruct, house, bungalows, multistoried flats, godowns, Multiplex theater, buildings, railway stations, platforms, railway yards, rail tracks, flyovers, highway, warehouses, industrial sheds, bridges, dams, Airports, water ways, earth

For Julien Agro Infratech Limited

Managing Director

projects, Schools, colleges, Public Halls, Museums, Libraries, Hospitals, food Park, Technology Park Complex, Power supply work, Packing Zone, Marketing Zone, Stadium, and to work on any land of the company other lands and to pull down, rebuild, alter, enlarge, improve existing structure and works thereon to convert appropriate land into roads, streets, gardens, farms houses and conveniences and to improve and deal with property of the company or other property, land either rural or urban and immovable property, leasehold or freehold either on rent, lease or for any consideration and sell, resell, develop, construct, let on hire and take assign, pledge, lease or otherwise dispose off on installment basis or under hire purchase agreement or in other manner and here detements of whatever for the improvement thereof or otherwise and to do civil engineering and electrical work related to construction activities. To contract with the State Government(s) and/or its Departments and/or its companies and/or their respective agencies to promote, Develop, undertake, studies, surveys and investigations, established, build, construct, equip, operate, maintain, control, upgrade, regulate, modify and/or takeover the roads/lanes in any State and its ancillary facilities including the approach roads, minor and major bridges, flyovers, interchanges, culverts, tunnels, links, buildings, toll booths, electric fittings, drains, waterways, as well as to develop the land around such road, other bridges and other ancillary facilities for commercial or other use and to compensate, rehabilitate, resettle, and to charge, demand, collect, retain, contract, auction and to levy/increase tolls, fees, cess, rents from the users of the road, other bridges and other ancillary facilities from time to time and to appropriate receivables towards dues, investments, returns, servicing/repayments of debt or capital on a "Build Own Transfer" (BOT), "Build Own Operate" (BOO), "Build Own Operate and Transfer" (BOOT), "Build Own operate Maintain" (BOOM), Annuity formats, or any other tendering or financing framework. To acquire by purchase, exchange, lease, hire, improve, or otherwise develop, operate or deal with property, land either rural or urban, building, any estate or interest in and here ditaments of any tenure or description including agricultural land, farms, gardens, and any estate of interest therein, and any right over or connected with land and buildings so situated and construct, develop or to turn the same to account as may seem expedient and sell, resell, let on hire, assign, pledge, lease or otherwise deal or dispose off the same on installment basis or under hire purchase agreements or in other manner and to manage land, building and all other properties whether belonging to company or not, and to collect rents and incomes and to act as real estate agent.

2. To carry on business as manufacturers, traders, producers, processors, makers, importers, exporters, traders, buyers, sellers, retailers, wholesalers, suppliers, indenters, bottlers, packers, movers, stockiest, agents, sub-agents, merchants, distributors, consignors, dealers, jobbers, brokers, concessionaires or otherwise deal in all plants and machinery, implements, accessories, tools, materials, substances, goods or things of any description including tractors, power tillers, sprayers, dusters, mist blowers, fishing boats, crafts and trawlers, fishing nets, gadgets, cold storages, deep freeze equipment's and deals in all types of equipment's and chemicals required for forestry, animal husbandry, poultry farming, agriculture, apiculture, pisciculture, sericulture,

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horticulture, micronutrients, equipment for processing and preserving forest, agricultural, horticultural, piscicultural, or Seri cultural produce. To carry on the business of aggregation & selling of produce and or products of members derived from Agriculture (cereals, pulses, millets, fibers), Horticulture (fruits, flowers, vegetables), Sericulture, Apiculture, Pisciculture (inland), & from allied activities such as Dairy Farming (milk & milk products), Sheep & Goat rearing,(wool ,meat), Poultry Farming (eggs, meat), all value added products from the above at remunerative prices and also selling quality inputs needed for farming such as Seeds, Bio-fertilizers, Bio-growth promoters, Bio-pesticides, agricultural implements and equipment's, other production requirements, livestock feed (cattle feed, poultry feed), supplementary feed ingredients, tarpaulins, solar powered systems for production & domestic needs of members at competitive prices. To finance the production, procurement, processing, marketing and other activities mentioned above including the extension of credit facilities or any other manner of financial services to the members of the company. To promote and support activities undertaken by members as mentioned above by facilitating creation of need based infrastructure such as green houses, warehouses and godowns, cold storage and processing plants or any substitutes and or supplements for any of them associated with the farming interests and also leveraging assistance both technical and financial from organizations or institutions, governmental departments to set up these facilities. To carry on the business in India or abroad to take on lease, rent, hire and to construct, build, establish, erect, promote, undertake, acquire, own operate, equip, manage, renovate, recondition, turn to account, maintain and to run warehouses, god owns, storages chambers, ice-plants, open platforms, refrigeration houses, stores and other similar establishments to provide facilities for storage of commodities, goods, articles and things, and for the purpose to act as C & F agent, custodian, warehouseman, transportation and distribution agent, stockiest, financier, auctioneer, importer, exporter, or otherwise to deal in all sorts of commodities, vegetables, fruits, edibles and similar goods

(B) MATTERS WHICH ARE INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF CLAUSE III (A) OF THE COMPANY ARE:-

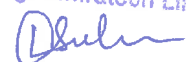
1. To acquire from any persons, firms or body incorporated or unincorporated, whether in India or elsewhere, technical information, know- how processes, engineering and operating data, plans, layouts and blueprints useful for any of the business of the Company, and to acquire any grant license and other right and benefits in the foregoing matters and things.
2. To deal in appliances, accessories and other materials and articles for use in any of the aforesaid or allied business or connected therewith including buttons, thread, zip, belts, interlining chemical for collars trimmings etc.
3. To buy, sell, treat and deal in all kinds of plants, machinery, apparatus, tools, utensils, commodities, substances, articles and things necessary or useful, for carrying any of the above business or usually dealt with by persons engage therein.

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4. To carry on and conduct in such manner as the Company shall think fit such works and experiments or provide funds for other persons carrying conducting or making such works or experiments as the Company may consider necessary or useful for the purpose of developing the business of the Company or for carrying on main objects of the Company.
5. To experiments or provide funds for experimenting in inventions which may be brought to the notice of the Company by any person or persons and which the Company may consider useful or remunerative and to obtain or assist in obtaining patents rights or privileges for any such inventions in India and elsewhere and to purchase or otherwise acquire any such inventions, patents right or privileges when obtained by other and severally to purchase or otherwise acquire any patents or like privileges and inventions which the Company think proper to acquire and pay for the same such consideration as the Company think fit.
6. To acquire and undertake the whole or any part of the business, goodwill and assets of any person carrying on or proposing to carry on any of the business which the Company is authorized to carry on and to undertake all or any of the liabilities of such person or to acquire interest or into any agreement or arrangement for sharing profits or co-operation or for mutual assistance with any such person and to give or accept by way of consideration for any of the acts or things aforesaid or property acquired, any shares, debentures, debenture-stocks or securities that may be agreed upon and to hold and retain or sell, mortgage, grant option over and deal with any shares, debenture- stocks or securities so received.
7. To enter into partnership or any other arrangement for sharing profits, co- operation, joint-adventure, reciprocal concession, license or otherwise with any person 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 any business or transaction capable of being conducted so as to benefits this Company and to give any special rights, license and privileges in connection with and in particular the right to nominate one or more person or persons whether they be shareholders or not, to be directors of the Company.
8. To amalgamate with any other firm, Company or corporation having objects altogether or in part smaller to those of this Company, subject to the provisions of section 390 of the Companies Act.
9. To promote and pay all or part of the expenses for promoting one or more Company or companies, society or societies, association or associations either in India or elsewhere, for the purpose of acquiring and undertaking all or any of the properties and liabilities of the Company or of advancing directly the objects or interests thereof and to sell to any such

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Company, society or association all or any part of the property of the Company and acquire from every Company, society or association such remuneration or price, payable in cash shares (either fully or partly paid-up) debenture or otherwise as the Company may think fit and to subsidies or otherwise assist any such Company, society or association or person.

10. To invest and with the moneys of the Company not immediately required upon such securities and or in such manner as may from time to time be determined by the Company.
11. To lend and advance money or give credit to such person or firm or body corporate and on such terms and may seem expedient and in particular to customers and other having dealing with the Company and give guarantee or provide security for any such person, firms or body corporate for any purpose whatsoever and on any terms as the Company may think fit, provided that it shall not carry on any banking business as defined in the banking regulation Act.
12. To borrow or secure the payment of money in such manner as the Company shall think fit, without security or on the security of land, building, factory, machinery, tools, bills of exchange, promissory notes, bonds, bill of lading, warrants, stocks, shares, debentures, book debts, undertaking of the Company and properties of every description or any one or more of them.
13. To create, execute, grants or issue any mortgage, debenture- stock, bonds, either at per premium or discount and either redeemable or irredeemable, secured upon all or any part of the undertaking, rights and properties of the Company present and future including uncalled capital or unpaid call (s) of the Company.
14. To receive money, securities or valuables on deposit at interest or for custody on such terms as the Company may think fit provided the Company shall not carry on the business of banking.
15. To open any kind of account in any bank, draw, make, accept, endorse, discount, execute, issue promissory notes, bills of exchange, bills of lading, railway receipts, warrants, debentures and other negotiable or transferable instruments.
16. To distribute among the members of the Company in kind any property of the Company and in particular any shares, debentures, debenture- stocks, bonds or securities or other companies or corporation belonging to this Company or of which this Company may have the power of disposing as permissible under the companies Act, 1956.
17. To enter into arrangement with any authorities whether governmental, municipal, local or

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otherwise that may seem conducive to the Company's objects or any of them and to obtain from any such authority rights, licenses, privileges, and concession which the Company may think desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, licenses privileges and concessions.

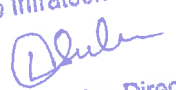
18. To do the above things in any part of the world as principals, agents contractors, trustees or otherwise and by or through trustees, agents, sub- contractors or otherwise and either alone or in conjunction with others and to establish branches at places in and or outside India as the Company may think fit.
19. To acquire by purchase, lease, exchange, hire or otherwise develop or operate land, building any estate or interest in and hereditaments of any tenure or description including agricultural land, mines, quarries, farms gardens and any estate or interest therein and any right over or connected with land and building so situated and construct, develop or to turn the same to accounts may seem expedient and in particular by preparing building sites, flats, houses, apartments commercial complexes by constructing, reconstructing, altering, improving, decorating and maintaining offices, rooms, flats, houses, restaurants, markets, shops , workshops, mills factories, warehouses, cold storages, wharves godowns, hostels, gardens, swimming pools, play- grounds, buildings, works and conveniences of all kinds and selling, leasing, hiring or otherwise deal with or disposing of the same and to manage land, and other properties, whether belonging to the Company or not and to collect rents and income and to supply tenants; occupiers and others refreshments, attendance, light, waiting rooms, reading rooms, meeting rooms electric and other conveniences commonly provided in flats, suits and residential and business units and to as architects, consultants, designers, developers, buildings, contractors, estate agents, merchants and dealers in buildings requisites and materials.
20. To carry on business-as advisers and/or consultants on matters and problems relating to the import, export, industries, administration, management, organization, accountancy, costing, financial, marketing, taxation, Company law matters, computers, decoration, accounting system, managerial and other matters, requiring caliber of several economic & social science, commercial or economic activities labour, statistical organization methods, quality control and data processing, technical "know how" operation, manufacture, production, storage, distribution, sale and purchase of goods, property and other activities of and in relation to any business, trade, commerce industry, mine, agriculture, housing or real estate and upon the means, methods and procedure for the establishment, construction, developments, improvement and expansion of business, trade commerce and all systems, methods, techniques, processes, principles in relation to the foregoing and to carry on business of rendering services on any one or more of aforesaid matters to any persons, firm, Company, trust, association, institution, society, body corporate, government

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department, public or local authority, any other organization whatsoever, to act as intermediaries in the introduction of collaborators, sellers, purchasers, printers, agents, consumers and employees.

21. To borrow, raise, secure the payment of money, to receive money on deposits with or without interest for the purpose of Company's business in such manner and on such terms and with such rights, powers, privileges and conditions as the Company think fit by promissory notes, by taking credits in or opening current account's with any person or persons, firm or firms, banks, companies or financial institution and with or without security or by such other means as the director 's may in their absolute discretion seem expedient and to lend and advance money with or without security to such persons, firms or companies and upon such terms and subjects to conditions as may seem expedient and particularly to carry on the business as financiers and investors and to acquire by purchase or otherwise, buy, subscribe for tender, exchange, hold, sell, transfer, hypothecate, deal in dispose of any shares, bonds, stocks, obligations, securities, debentures, debenture stocks, properties, certificates issued or guaranteed by any Company constituted and carrying on business in India or elsewhere, any governments states, sovereign, central or dominions, state commissioners, port trust body or other authority, supreme, municipal, local or otherwise whether in India or elsewhere, provided that the Company shall not carry on the business of banking as defined in the Banking Regulations Act, 1949.
22. To carry on the business as importers, exporters & manufacturers of all commodities goods, services and to act as import and export houses, advisers, consultants for imports and exports, indenting agents, sellers and purchasers of licenses, resale order, permits & quotas entitlements.
23. To promote the formation and mobilization of capital, to manage capital saving and investment, to carry on the business of a leasing Company , hire purchase Company, finance Company, to undertake all types of leasing and hire purchase business relating to all kinds of machinery plant, equipment, ships, vehicles, aircraft, rolling stock, factories, movable and immovable to arrange or syndicate leasing or hire purchase to undertake bills discounting business to purchase, finance, discount, rediscount, bills of exchange to act as a discount and acceptance house, to arrange acceptance or co acceptance of bills, to undertake real estate business, to buy, sell, lease or finance the buying and selling, trading in immovable property, land, building, real estate, factories to borrow, to lend, to negotiate loans, to transact business as promoters, financiers, monetary agents, to carry on business of a Company established with the object of financing industrial enterprise within the meaning of section 370 of the companies Act, 1956 to invest the capital or other fund of the Company in the purchase or acquisition of a right in movable and immovable property, to use the capital, funds and assets of the Company as security for borrowing and the acquisition of rights in movable or immovable property or shares, stocks, debentures, debenture stock, bonds,

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mortgages, obligations, securities or to finance their acquisition or leasing or hire purchase, to raise, or provide venture capital, to invest in, to manage the issue of and to trade in their shares or other securities, to undertake, advisory and counseling services, to undertake factoring to purchase the book debts and receivables of companies and to lend or give credit the same.

(C) THE OTHER OBJECTS FOR WHICH THE COMPANY IS ESTABLISHED ARE:-

1. To carry on the business of finance company and deploy funds and other monies of company or the purchase, sale, exchange, surrender, subscription, acquisition, acquisition, undertaking, conversion or otherwise dealing in shares, stocks, units, debentures including bonds, securities, warrants, negotiable instruments, money market and capital market securities, and securities of any kind issued or guaranteed by any government, local authorities, public sector undertakings, corporations,, and other organizations, of whatever nature, in India or elsewhere. To act as broker, portfolio manager, financial consultants, management consultants, and provide advice, services, consultancy in various fields.
2. To carry on the business of ironmasters, steel makers, steel converters, manufacturers of ferro-manganese, colliery proprietors, coke manufacturers, miners, smelters, engineers, tin plate makers and iron founder, in all their respective branches.
3. To carry on the business of buyers, sellers, exporters, importers, merchandisers, traders, coordinators, distributors, agents, brokers, stockists, commission agents, auctioneers, trustees, forwarders, dealers, concessionaires, processors, reprocesses, tanners, dressers, weavers, dyers, jobbers, contractors, spinners, knitters, combers, manufacturers, producers, assemblers, finishers, packers, processors, texturisers, retailers, wholesalers, suppliers, representatives, sub agents, inquiry agents, publicity and advertising agents in India and abroad of all kinds of apparels, dresses, clothes, outfits, garments, textiles, fabrics, yarns, fibbers, silk, cotton, hemp, jute, linen, fibbers, woollens, acrylic, viscose, waste, silks, hemp, linen, suiting, shirting dress materials corduroy, carpet, blankets, curtains, ribbons, towels, handkerchiefs, scarves, tapestry, shawls, ready-made garments, leather wears, leather goods, shoes, wearing apparels, neck-ties, gloves, overcoats, rain coats, rugs, cosmetics, wigs, sweaters, knitwear's, hosiery goods, under garments, dresses, embroideries, plastics, rubbers, canvas goods, village industries, cottage industries, home industries, handicrafts, brass wares, handlooms, antiques, decorators, knitwear's, hosiery, shoes, wearing apparels, dress material, umbrellas, mufflers, chesters, nets, socks, hats, belts, caps, bags, purses, sports goods, variety bags, buttons, zips, fasteners, buckles, cuff-links, pipings, borders, lining, supports, attachments, pads, hooks, accessories and tools, trims, synthetic polyester, polyethylene, polypropylene, silk, artificial silk, wool silk and other material and all fibres, synthetic artificial & natural fibbers, nylon, rayon, jute and any other fibbers or fibrous materials textiles substance allied product, by-products and substitutes for all or any of them and to treat and utilize any waste arising from any such manufacture production or process and blends and mix thereof.

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4. To develop, design, structure, establish, maintain, market, buy, import, export, sell, provide, license, implement and set up Support Services business and units, Business Services businesses and units, Support Centers, Business Centers, Software/Computer Software businesses, centers and units, Information Technology Enabled businesses, centers and units and Information Technology businesses, centers and units in India or anywhere in world. To develop, design, structure, establish, maintain market, buy, import, export, sell, provide, license and implement and to set up the business of handling customer support services by establishing Business Process Outsource units, Knowledge Process Outsource units, Call centers, Data centers, Medical Transcription Centers and the like whether pertaining to own customers or client's customers from within India or outside, for requests received over telephone, fax, email, web, kiosk, post, video conferencing or any other mode including through which any customer can communicate by accessing information in possession of the Company or provided by the client in India or anywhere in world. To carry on the business of providing and running services relating to Multimedia networks, Telecommunication networks, cable networks and Internet services. To carry on the business of providing and supplying of information technology solutions including turnkey solutions, end-to-end solutions, systems integration and development of software, computer hardware, peripherals, networking. To develop and maintain in or outside India software and/or facilities to service onsite and/or offshore outsourcing of business activities including but not limited to data processing, data analysis, data mining, data control, information related projects and activities.
 5. To produce, manufacture, trade, refine, prepare, process, purchase, sell, import, export or generally deal in bricks, sand, stone, marble, tiles, refractories, china wares, sanitary materials, pipes, tubes, tubular structures, cement, paints, adhesive, sheets, roofing, glass, furniture, fittings, electrical goods, water supply or storage equipment, floor polish, door closures, concrete mixtures, elevators, paints, hardware, pipe, fittings, lubricant oils, building materials, forest products and any other building or decorative materials made of cement, stone, timber, teak, board, fiber, paper, glass, rubber, plastic or other natural or synthetic substance or chemical.
- IV. 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.
- V. The Authorized Share Capital of the Company is 30,00,00,000/- (Rupees Thirty Crores) consisting of consisting of 6,00,00,000 (Six Crores) Equity Shares of Face Value ₹ 5/- (Rupee Five) each with such rights, privileges & conditions attaching there to as are provided by the regulations of the Company for the time being, with power to increase and decrease the capital to the Company and to divide the shares in capital for the time being into several classes and to attach there to respectively such preferential, rights, privileges or conditions as may be determined by or in accordance with the Articles of the Company for the time being and to modify or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Act, or provided by the Articles of the Company for the time being.

Clause V amended vide Ordinary Resolution passed at the Shareholders meeting through Postal Ballot dated February 25, 2025 being the last being date of e-voting.

For Julien Agro Infratech Limited

Managing Director

We the several persons, whose names addresses and descriptions are subscribed are desirous of being formed into a Company in pursuance of this Memorandum / Article of Association and we respectively agree to take the number of shares in the capital the Company set opposite to our respective names.

Name, Addresses, Description and Occupation	Total Number of Shares taken by each Subscriber	Witness's Address Description and Occupation
<p>PAWAN MURARKA S/o. RAJHAM MURARKA 134/4 M.G Road Kolkata – 700 007 Business</p>	<p>100 (One Hundred)</p>	<p>WITNESS TO ALL SIGNATORIES RAJESH CHANDAK S/O. RAMESHWAR CHANDAK 32, EZRA STREET KOLKATA – 700 001 SERVICE</p>
<p>TANSUKH BAID S/o. NATHMAL BAID 133 Canning Street Kolkata – 700 001 Business</p>	<p>100 (One Hundred)</p>	
<p>200 (Two Hundred)</p>		

KOLKATA Dated 28.02.1997

For Julien Agro Infrotech Limited

 Managing Director