COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION OF

HD FIRE PROTECT LIMITED*

[Formerly known as HD FIRE PROTECT PRIVATE LIMITED]

I The name of the company is HD FIRE PROTECT LIMITED.

II The registered office of the company will be situated in the State of Maharashtra.

III The objects for which the company is established are:

A. The main objects of the company to be pursued by the company on its incorporation

#1.To carry on the business of designers, manufacturers, traders, processors, assemblers, importers, exporters, dealers of fire fighting equipment, parts, accessories, ferrous, non-ferrous casting and chemical thereof and to work as consultants, project designers, system designers, contractor and/or sub-contractor for erection, commissioning, installation, testing, maintenance of any project including turn key projects of fire protection and/or security systems of all types operated through water, gas, foam, digital devices and/or any other mode for buildings, offices, plants, ships, industries or any other premises in India and/or abroad.

B. Objects incidental or ancillary to the attainment of the main objects

2. To carry on the business of exporters, importers, general orders, suppliers, and commission agents and indentors in fire fighting equipments.

3. To act as commission agents of various manufacturers of fire fighting equipment, while carrying out the distribution, sale, marketing of their products.

4. To carry on business of a store-keeper and in particular to buy, sell, manufacture, and deal in fire fighting equipment stores, consumable articles.

5. To purchase, take on lease or in exchange, hire or otherwise acquire any real and personal property and any rights or privileges which the company may think necessary or convenient for the purpose of its business or may enhance the value of any other property of the company and in particular any land, buildings, easements machinery plant and stock-in-trade.

6. To purchase, erect, improve, manage, develop, take on lease or otherwise acquire factories, foundries, testing laboratories, machinery, apparatuses, and other movable or immovable property for the purpose of the company.

* Name of the company has been changed from "HD Fire Protect Private Limited" to "HD Fire Protect Limited", pursuant to Special Resolution passed at the Extra-Ordinary General Meeting of the company held on 6th June 2025

Inserted vide Special Resolution passed at Extra Ordinary General Meeting held on 21st December 2010

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7. To establish and maintain any agencies or branches in any part of the world for disposing of any technical process of know-how for the time being at the disposal of the company or for sale or acquiring any system process know- how required by the company and /or its constituents or for other purposes and to appoint managers, brokers, canvassers, contractors and any other persons for the purpose of the company and to discontinue and discharge the same.

8. To enter into and procure any arrangements with persons, firm or company in or outside India for obtaining or supply of technical know-how and technical and administrative services including the benefit of the existing techniques, benefit of technical research, training of technical or administrative personnel abroad, selection and purchase of plant and negotiating the terms for payment and specifications for the plant and layout of the plant and all other services.

9. To apply for purchase or otherwise acquire any interest in any recipes, patents, trademarks, licenses, concessions or the like conferring exclusive or non-exclusive or limited right to use the same or any secret, or information as to invention in relation to the processing, manufacture, treatment storage, application and use of various types of fire fighting equipments and of any materials or compounds or of any apparatus used in such processing, manufacture, treatments, storage, application and use or generally any inventions which may seem capable of being used for the purposes of the company and to use, exercise, develop, grant licenses in respect of or otherwise turn to account the properties, rights and information so acquired.

10. To acquire and undertake the whole or any part of the business, property, and liabilities of any person or company carrying on or proposing to carry on any business which the company is authorized to carry on, or possessed of property suitable for the purposes of the company, or which can be carried on in conjunction there with.

11. To amalgamate, enter into partnership or into any agreement for sharing profit, union of interest, co-operation, joint venture, reciprocal concession, or 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 enter into partnership or into any arrangement for sharing profits, amalgamation, union of intertest, co-operation, joint venture, reciprocal, concessions or otherwise with any person or company carrying on or engaged in or about to carry on or engaged in any business or transaction which this company is authorized to carry on and to lend money, to guarantee the contracts of or otherwise assist any such person, firm or company and to place, take or otherwise acquire and hold shares or securities of any such person, firm or company, and to sell, hold, re-issue, with or without guarantee or otherwise deal with the same.

13. To improve, manage, develop, grant right or privileges in respect of, or otherwise deal with all or any part of the property and rights of the company.

14. To subscribe for, take or otherwise acquire or hold shares, stock, debenture, securities of any other company having objects altogether or in part similar.

15. To receive money on deposit or loan and borrow or raise money in such manner as the company shall think fit, and to secure the repayment of any money borrowed, raised or owing by mortgages, charge or lien upon all or any of the property or assets of the company (both present and future) including its uncalled capital and also by a similar mortgage, charge or lien to secure and guarantee the performance by the company or any other person or company of any obligation undertaken by the company or any other person or company as the case may be. The company shall not carry on business of banking as defined by the Banking Regulation Act subject to the provisions of Sec. 58-A, and directives of R.B.I.

M.Ghotikar

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16. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures, and other negotiable or transferable instruments.

17. To apply for, promote and obtain any act of parliament, charter, privilege, concession, license or authorization of any government, state or municipality, provisional order or license of any authority for enabling the company to carry on any of its objects into effect or for extending the company or for effecting any modification of the constitution of the company for effecting any other purpose which may seem expedient, and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the interest of the company.

18. To enter any arrangement with any government or authorities, central state, municipal, local or otherwise public or quasi-public bodies 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 carry out, exercise and comply therewith.

19. To establish and maintain agencies, branch places, local, registers and procure the company to be recognized or registered and carry on business in any part of the world.

20. To establish or promote or concur in establishing or promoting any company or companies having similar objects for the purpose of acquiring all or any of the property, rights and liabilities of the company.

21. To sell, lease, mortgage or otherwise dispose off the property, assets, or undertakings of the company or any part thereof for such consideration as the company may think fit, and in particular for shares (stock) debentures or other securities of any other company whether or not having objects altogether or in part similar to those of the company.

22. To capitalize profits or reserves of the company for the purpose of issuing fully paid up bonus shares or paying up any amount for the time being unpaid on any shares held by the members of the company or other securities of the company, credited as paid-up fully or in part or otherwise.

23. To act as agents or brokers and as trustees for any person or company to undertake and perform sub-contracts and to do all or any of the above things in any part of the world and either as principals, agents, trustees, contractors or otherwise, and either alone or jointly with others and either by or through agents sub-contractors trustees or otherwise.

24. To adopt such means of making known the products and services of the company as may seem expedient and in particular by advertising in the press, by circulars, by placards, by representation, holding exhibitions, by sponsoring works of art or interest, by publication of books and periodicals or by granting prizes, rewards and donations.

25. To provide for the welfare of employees or ex-employees of the company and their wives and families and the wives and families of their dependents or connections by buildings contribution to the building of house of dwellings or by grant-in–aid, pensions, allowances, bonus or other payments by providing or subscribing or contributing towards building and maintenance of places of instructions and recreation, hospitals and dispensaries, medical and other assistance as the company may think fit and to subscribe or otherwise to assist or to grant money to charitable, benevolent, religious, scientific, national public or other institutions, objects or purposes.

26. To promote and establish organisation, advisory boards and other suitable bodies and may be deemed necessary in order to carry out the aforesaid objects of the company effectively.

27. To establish, provide, maintain and conduct or otherwise subsidize research and promote studies that may be considered by the company likely to assist the company's business and to provide grants for these purposes.

28. To create, or to contribute to any depreciation fund, reserve fund, sinking fund, insurance fund, development or any other special fund, insurance fund, including funds for payment of subsidies whether for depreciation or for repairing, improving, extending or maintaining of the property of the company or for amortization of capital or for any other purposes conducive to the interest of the company.

29. To purchase, charter, hire or otherwise acquire vehicles for transportation by road.

30. To employ and pay experts, consultants, technologists (India or foreign) in connection with business of the company.

31. To promote, undertake the formation of any institution or company for the purpose of acquiring all or any of the property and liabilities of this company or for any other purposes.

C. Other objects.

32. To manufacture and deal in chemicals, industrial and pharmaceutical.

33. To carry on the business of general construction, contractors and among other things to erect, set-up, construct, work, manage, superintend, maintain, equip, improve or alter, or assist in the erection, construction, working, maintenance, improvement, or alteration in India or elsewhere of any mills, factories, plant, machinery, warehouses, shops, works, underground tunnels, sidings, jetties, wharves, bridges, mines, public works, or conveyances, of all kinds including sidings, roads, sewage, drainage, sanitary, gas, electric power supply works, hydraulic works, public buildings, canals, vessels, boats, barges, launches, lorries, cars, wagons, carts and other works and conveyances and to contribute to the expense of setting up constructing, improving, maintaining and working any of the same and to pull down, rebuild and repair any of the same.

34. To carry on business of manufactures of and dealers in, all types of packaging materials, containers, boxes made of, or out of, plastic, polyethylene and allied materials and to manufacture other packing materials such as bags, cans, cases, pans, casks, chests, jars, made of, plastic, paper and paper material, cane, rubber, wood and board, metals of all kinds, and fabrics or other materials.

35. To carry on all or any of the business of printers, stationers, lithographers, type founders, stereotypers, photographic printers, photo lithographers, chromolithographers, engravers, die-sinkers, books-binders, designers, draughtsman, paper and book sellers.

36. To carry on the business of advertising, contractors and agents, to acquire and dispose of advertising time, space or opportunities in any media, to undertake advertising and promotional campaigns of every nature, to acquire and provide promotion requisites.

37. To act as an issue house, registrars and share transfer agents, export / trading house and provide data processing and computer services.

38. ## To acquire, take over and undertake the whole of the business as a going concern along with all assets, liabilities, licenses, approvals, quotas, rights, title, interests, benefits, entitlement, trademark, patents, goodwill and tangible & intangible of any partnership firm, proprietary concern, association of persons.

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39. ### To undertake business activities related to purchase or otherwise acquire, underwrite, or trade in shares, securities, stocks, debentures, debentures stock, bonds, obligations, concessions, options, futures, commodities, derivatives, pass through certificates and other marketable products of a like nature.

40. @ To extend the business of the company by adding to or enlarging the dimensions of the company through divisions carrying similar or diversified activities and maintain such agencies, subsidiaries, offices, outlets, and other networks in India or abroad, to do the business or trade whatsoever, as can in the opinion of the company be advantageously or conveniently carried on by the company by way of extension of or in connection with any of the company's business or as calculated directly or indirectly to develop any division, branch, project or office of the company's business.

IV. The liability of the members is limited.

^***V.** A. The authorized share capital of the company is INR 90,00,00,000/- (Indian rupees ninety crores only) divided into 18,00,00,000/- (eighteen crore) equity shares of INR. 05/- (Indian rupees five only) each with power to increase and reduce the capital, to divide the shares in the capital for the time being into several classes and to attach there to respectively such qualified or special rights, privileges or conditions as may be determined by or in accordance with the regulations of the company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the regulations of the company and to consolidate or subdivide the shares and issue shares of higher or lower denominations.

$(a) ***removed***

*(b) ***removed***

**(c) the minimum paid capital of the company is rs.1,00,000/- (rupees one lakh only)

Inserted vide Special Resolution passed at Extra Ordinary General Meeting held on 11th February 2005

* Authorised capital increased from 10 lacs to 20 lacs vide resolution dated 10th February 1998.

* Authorised capital increased from 20 lacs to 30 lacs vide resolution dated 11th February 2000.

* Authorised capital increased from 30 lacs to 1crore vide resolution dated 11th February 2005.

* Authorised capital increased from 1 crore to 1.50 crores vide resolution dated 6th August 2007.

* Authorised capital increased from 1.50 crore to 3 crore vide resolution dated 28th September 2023.

* Authorised capital increased from 3 crore to 8.25 crore vide resolution passed at EGM held on 5th June 2024.

* Authorised capital reclassified vide resolution passed at extra ordinary general meeting held on 5th june 2024 by reclassification of 5000 class "b" equity shares with no voting rights into class "a" equity shares with voting rights subject to which **sub clause "(b)** the holders of the equity shares of class 'b' shall enjoy all other rights to which the holder is entitled to except the right to vote" **of clause v has been removed.**

^ Pursuant to Special Resolution passed in the extra ordinary general meeting held on 10th September 2025, it is clarified that the earlier Class A (voting) and Class B (non-voting) equity shares, with Class B reclassified into Class A vide EGM dated 5th June 2024, have further been reclassified as ordinary equity shares carrying one vote per share, and no separate classes exist as on date.

* Authorised capital increased from 8.25 crore to 90 crore, and the subdivision of shares from Rs. 100 each to Rs. 5 each resulting in an increase of equity shares from 8.25 lakh equity shares to 18 crore equity shares, vide the resolution passed at the EGM held on 18th March 2025.

$ Removed vide special resolution passed at the extra ordinary general meeting held on 10th September 2025.

** Inserted vide special resolution passed at the extra ordinary general meeting held on 6th August 2007.

Inserted vide special resolution passed at extra ordinary general meeting held on 21st December 2010.

@ Inserted vide special resolution passed at the extra ordinary general meeting held on 5th May 2012.

WE, THE SEVERAL PERSONS, WHOSE NAMES, ADDRESSES AND DESCRIPTIONS ARE HEREUNDER 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, DESCRIPTION AND OCCUPATION OF SUBSCRIBERS	NO. OF EQUITY SHARES TAKEN BY EACH SUBSCRIBER	SIGNATURE OF SUBSCRIBER	SIGNATURE, NAME, ADDRESS, DESCRIPTIONS AND OCCUPATION OF WITNESSES
1. **NARENDRA DHARAMSHI** S/O. VISANJI DHARAMSHI A-20, MADHUR MILAN, DR. R.P. ROAD, MULUND (W), BOMBAY 400080. **BUSINESS**	5000 (FIVE THOUSAND)	SD/-	SD/- **KAILASH KABRA FCA** S/O KESHARIMAL KABRA OPP. TO NERI NAKA JALGAON – 425 001. **CHARTERED ACCOUNTANT**
2. **SUSHIL SHAH** S/O. LAXMICHAND SHAH NIKET, OPP. PANCHAMRUT APARTMENT, ROUSTOMJI SCHOOL ROAD, ADARSH NAGAR, JALGAON. 425002. **TAX CONSULTANT**	5000 (FIVE THOUSAND)	SD/-	SIGNATURE & WITNESS FOR BOTH
TOTAL	10,000 (TEN THOUSAND)		

PLACE: JALGAON
DATE: 09.04.1997

H.D. FIRE PROTECT LIMITED