

**THE COMPANIES ACT, 2013**

**COMPANY LIMITED BY SHARES**

**#MEMORANDUM OF ASSOCIATION**

**OF**

**###READYMIX CONSTRUCTION MACHINERY LIMITED**

- I.** The name of the Company is **READYMIX CONSTRUCTION MACHINERY LIMITED.**
- II.** The Registered Office of the Company will be situated in State of Maharashtra within the jurisdiction of Registrar of Companies, Pune.
- III. ##[A] THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**
1. To take over the entire business including all assets and liabilities of M/s Readymix Construction Machinery, a firm situated at Gat No.1555, Dehu- Alandi Road, Shelar Wasti, Chikhali, Tal-Haveli, Dist-Pune - 412 114, and on such takeover the said concern shall stand dissolved.
  2. To Carry on business in India & Abroad for Design, Manufacturing, Supply & Servicing machinery & equipments required for construction, infrastructure sector like Cement Silo, Flyash Silo, Aggregate Belt Conveyor Feeding System, Concrete distribution system, Pneumatic Bulker Unloading System, Pneumatic Cement / Flyash Conveying System, bucket elevator, other support equipment required for concrete batching plant & trading of material like Cement/Fly ash/Ice Screw Conveyors, Silo Accessories like Dust Filter, Butterfly Valve, Pressure Relief Valve, Level Indicator, Aeration System, & Vertical Screw Conveyor System and to provide all types of machinery installation and erection services.
  3. To Carry on business in India & Abroad for Design, Manufacturing, Supply, installation, commissioning & Servicing machinery & equipments required for Drymix Mortar, Dry Construction Chemical, Liquid Construction Chemical, Wall Putty Plant, Manufactured Plaster Sand, Manufactured Concrete Sand, Aggregate manufacturing, Single, Double or three stage Crushing Plant & Mineral Grinding complete system, High-capacity storage silo, Material handling systems, Customize Turnkey projects & related peripheral equipment.
  4. To Carry on business in India or designated territory for various companies as their Distributor, Dealer, sole representative for Marketing, Sales & Service their products & service.
  5. To Carry on business in India for various technical & commercial consultancy related to storage, material handling & processing.



*[Handwritten signature]*

**[B] ##Matters which are necessary for furtherance of the objects specified in Clause III (A) are:**

1. To make, procure, repair, service, assemble, install, erect, buy, sell, trade, export, import and deal in all kinds of construction materials, raw materials, scaffolding and centering material, spare parts, accessories, fittings, products and articles required for the business of the company.
2. To carry on business in India and Abroad of manufacturing of machinery and plant of every description and kind and in particular machine tools and implements and to manufacture, produce, repair, alter, convert, recondition, prepare for sell, buy, sale, hire, import, export, let out on hire, trade and deal in machine tools and implements.
3. To carry on business of suppliers or plant, machinery and equipment, stores, tools, gadgets, devices, contraptions, instruments, spares and components and to develop acquire, supply plans, drawings, estimates, project reports, know how, for industries, business, companies, services and public bodies and governments.
4. To act as consultant engineers, contractors, maintenance contractors and to carry on liaison work on retainer basis either in India or in abroad and to render all services and to act as commission agent including project finance for the purpose of business of the Company.
5. To acquire, undertake, use, improve, manage, develop, sell, exchange, lease or dispose of technology, technical know-how and turnkey projects connected with the business of the Company.
6. To establish training and development centers, business promotion and convention centers and to conduct training courses, workshops, lectures, exhibitions for any individual, organization, company, establishment, undertaking working in any trade and commerce and service sector and to publish and distribute all kind of training modules, literature, books, guideline notes, and to assist the organizations in establishing and maintaining any system for their business.
7. To develop, design, create, procure, obtain, hire, and maintain and aid in the development and maintenance of software/s, hardware, firmware, components, accessories, peripherals for the purpose of attainment and effecting improvement of any of the activity of the Company.
8. To associate, collaborate, amalgamate and enter into arrangement with specialized, knowledgeable individuals, firms, companies, enterprises or organizations for the purpose of achieving the main objects of the Company.
9. To sublet all or any contract from time to time and upon such terms and conditions as may be thought expedient.
10. To train or apply for training in India or abroad of any member or any of the Company's employees or Directors or any other candidate in interest of or for the furtherance of the Company's business.





11. To act as affiliates, trusted partners, retailers, associates, representatives, agents, suppliers, service agents for any products, services, solutions, systems and information of any company or person in the field of software hardware and e commerce in India and abroad.
12. To apply for tender documents and submit or negotiate and acquire any contracts, sub-contracts, licenses and concessions for or in relation to the object or business herein mentioned or any of them and to undertake, execute, carry on, dispose of or turn to account the same.
13. To acquire freehold or leasehold land, building, property, shops, premises, workshop, factory, shed, godown, estate and/or to purchase, lease, construct, built, maintain, hold or otherwise acquire or provide in any place in which any part of the business of the company may from time to time be carried on.
14. To mortgage, hypothecate, pledge, all or any of the property whether movable or immovable of any description whatsoever and other valuable securities of the Company.
15. To apply for, purchase or otherwise acquire and obtain any patents, brevets invention, licenses, permissions, concessions, processes and the like conferring any exclusive or limited right either in point of times or to use the same, or any secret or other information as to any invention which may seem capable of being used for any purpose of the Company and to use, exercise, develop or grant licenses, in respect of or otherwise turn to account any patents, inventions, licenses, permissions, concessions, processes and the like, and the information so required.
16. To acquire, takeover, manage and undertake the whole or any part of the business, property and liabilities of any person, firm or body corporate carrying on or proposing to carry on any business which the Company is authorised to carry on or possessed of property suitable for the purposes of the Company, or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company.
17. To enter into partnership or into any arrangements for sharing profits, union of interests, cooperation, joint venture, reciprocal concession or with any person, firm or company 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.
18. To sell or dispose any of the undertaking of the Company or any part thereof for such consideration as the Company may think fit, and in particular for cash or for shares, debentures or securities of any other Company.
19. To subscribe or contribute or to assist charitable, benevolent, religious, scientific, national, public, political or any other institutions, objects or purposes or any exhibition.



*[Handwritten signature]*

20. To make advances of such sum or sums of money, upon or in respect of or for the purchases of raw materials, goods, machinery, stores, or any property, articles and things required for the purposes of the company upon such terms with or without security as the Company may deem expedient.
21. To undertake and perform sub contracts and also to act in business of the Company through or by means of agents, brokers, subcontractors.
22. To borrow or raise or secure the payment of money or to receive money 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 for security for any such money so borrowed, raised or received, or of any such debentures or debenture-stock so issued to mortgage, pledge or charge 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 such securities.
23. To open an account or accounts with any Bank or Bankers and to pay in to and withdraw money from such account or accounts.
24. 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 art or interest, by publication of book and periodicals and by granting prizes, rewards and donations.
25. To remunerate any person or Company for services rendered or to be rendered in placing or assisting to place or guaranteeing the placing of any shares in the Company's capital or any debentures, debenture-stock or other securities of the Company or the conduct of its business.
26. To remunerate any person, firm or Company rendering services to this Company, either by cash payment or by the allotment to him or them of shares or securities of the Company credited as paid up to in full or in part, or otherwise as may be thought expedient.
27. To pay all or any expenses incurred in connection with the promotion, formation and incorporation of the Company, or to contract with any person, firm or Company to pay the same, and to pay commissions to brokers and others for underwriting placing, selling or guaranteeing the subscription of any shares, Debentures, Debenture-stock or securities of the Company.
28. To indemnify Officers, Directors, Agents, and servants of the Company against proceedings, costs damages, claims and demands in respect of anything done, or ordered to be done by them for and in the interests of the Company, or for any loss, damages, or misfortune whatever, which shall happen in execution of the duties of their office or in relation thereto.





29. To create any reserve fund, sinking fund, or any other special fund whether for depreciation or for repairing, improving extending or maintaining, any of the property of the Company or for purposes conducive to the interests of the Company.
30. To distribute by way of bonus Shares among the members or otherwise to apply, as the Company may from time to time think fit, any moneys, received by way of premium on shares for debentures issued at a premium by the Company and moneys arising from the sale by the Company of forfeited shares.
31. To invest surplus moneys of the Company in such manner as may from time to time be determined.
32. To advance money to such persons or firms and on such terms as may be deemed expedient, and in particular to customers and others having dealings with the Company and to guarantee the performance of contracts by any such persons.
33. To draw, make, accept, endorse, discount, execute, and issue bill of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable and transferable instruments.
34. To enter into any arrangements with any Governments or authorities 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 any objects, concessions and privileges which the Company may think fit desirable to obtain, and to exercise, carry out and comply with any such arrangements, rights and concessions.
35. Generally to purchase, take on lease or in exchange, hire or acquire any real or personal property and/ or any rights or privileged which the Company may think necessary or convenient for the purposes of its business and in particular any land, buildings, easements, machinery, plant and stock-in-trade.
36. To provide for the welfare of directors or ex-Directors or employees or ex- employees of the Company and the wives, widows and families or the dependent or connections of such persons by building or contributing to the building of houses or dwellings or quarters or by grants of money, pensions, gratuities, allowances, bonuses, profit-sharing bonuses or benefits or any other payment or by creating and from time to time subscribing or contributing to provident and other associations, institutions, funds, profit sharing or other schemes or trusts and by providing or subscribing or contributing towards places or institutions and creation of hospitals and dispensaries, medical and other attendance and other assistance as the Company shall think fit and to subscribe or contribute or otherwise to assist or to guarantee money, to charitable, benevolent, religious, scientific, national, public or any other useful institution, objects or purposes, or for any exhibition.



*Handwritten signature in blue ink, appearing to read "R. B. Hanikdahl".*

37. To obtain any provisional order or legislative enactment for enabling the Company to carry any of the objects into effect or for effecting any modification of the Company's constitution or for any other purposes which may seem expedient and to oppose any proceedings or applications which may seem directly or indirectly to prejudice the Company's interests.
38. To employ experts to investigate and to examine into the conditions, prospects, value/ character and circumstances of any business concerns and undertakings and of any assets, property or rights.
39. To acquire from any persons, firm or body corporate whether in India or elsewhere, technical information, know-how, processes, engineering, manufacturing and operating data, plans, layouts and blue prints useful for the design, erection and operation of plant required for the business of the Company and to acquire any grant or license or other rights and benefits.
40. To use trademarks, trade names or brand names for the business activities, products and goods dealt with the Company and to adopt such means of making known the business of the Company as may seem expedient and in particular by advertising in the press, radio, television, by circulars, posters by purchase and exhibitions of works of art or interest by publication of books, periodicals and by granting prizes, award and donations (including donations to any fund for charitable or public purpose).
41. To do above things as principals, agents, contractors either alone or in conjunction with others.
42. To manufacture, trade and deal in pre-cast and pre-fabricated houses, buildings, industrial estates, and parts thereof, pillars and any other type of pre-cast and pre-fabricated constructions, and materials and for this purpose to install factories and other plants and machineries required for and to obtain licenses and other rights for the purposes of prefabrication, and pre-cast constructions.
43. To Collaborate with other Indian or Foreign Companies for manufacturing, Trading and Dealing for both Buying or Selling interior designing, interior decorating.
44. To carry on the business of manufacturing, installing and building of reinforced concrete piles and any other types of piles and foundations for all types of buildings and structures.
45. To carry on the business of manufacturers, merchants and dealers in bricks, concrete, ready mix concrete, timber, hardware, electrical material and fittings, sand, tiles and other construction requisites and material.
46. To carry on the business as dealers, retailers, franchises, distributors, agents, suppliers, contractors, assemblers, repairers, services agents, exporters, importers of all types of mobile, wireless and basic telephone services, and all telephone related services.



*Handwritten signature in blue ink, possibly reading "Ravi Kalah".*



47. To set up, establish, develop, operate, maintain conduct, manage, supervise a pool or general, economic, scientific and industrial intelligence, information in diverse areas including risk management, data processing systems, management expertise, consultancy and other services including making of surveys and report thereon, payroll management, internal audit, maintain provident fund, pension fund, gratuity fund, Scientific research and development and technology assessment, collaboration and licensing arrangements, training and seconding technical, managerial and secretarial.
48. To carry on the business of Computer Aided Design (CAD), Computer Aided Manufacturing (CAM), Finite Element Analysis (FEA), civil designs, drafting, Geographic Information Systems (GIS) and multimedia including consultancy services, systems integration, technical support to various corporate bodies, firms, individuals, association, companies, agencies and to provide services and facilitate web technologies in India or abroad.
49. To carry on the business as manufactures, fabricators, assemblers, processors, finishers, repairers, buyers, sellers, importers, let on hire, purchase and dealers of machine tools, including drilling, boring and tapping machines, milling machines, and tools for metal cutting and metal working, hammers, and forging machines, welding machines and equipment, welding electrodes, press, sheet, metal shaping machines and equipment, wire working and converting machine, weighing machines and weights, printing machines, sewing machines and machine tools.
50. Subject to RBI approval to carry on business of an Investment Company and to undertake and transact trust and agency investment, financial business, financiers and for that purpose to lend or invest money and negotiate loans in any form or manner, to draw, accept, endorse, discount, buy, sell and deal in bills of exchange, bundles, promissory notes and other negotiable instruments and securities and also to issue on commission, to subscribe or underwrite, take, acquire and hold, sell and exchange and deal in shares, stocks, bonds or debentures or securities of any government or public Authority or Company, gold and silver and bullion and to form, promote, subsidize and assist companies, syndicates and partnership to promote and finance industrial enterprises and also to give any guarantees for payment of money or performance of any obligation or undertaking, to give advances, loans and subscribe to the capital of industrial undertakings.
51. To transact and carry on business as manufacturers, importers and exporters of fruits, foods, foodstuffs, canned fruits, chocolates, candies, jams, preserves, jellies, peppermints, juice, syrups, beverages, water, wines, cordials, restorative and drinks of all kinds.
52. To carry on the business of retailers, distributors and operators of goods including consumer goods and to establish run and operate general stores, departmental stores, supermarkets, provision stores, retail distribution centers.
53. To acquire, construct, develop, build, purchase or acquire on lease, hire or rent and charter, any vessels, ships, tugs, barges, and any form of road, sea or air transport.
54. To carry on the business of manufacturers and compressors of and dealers in gases including oxygen, acetylene gases required for cold storage, or for processing, or preserving food products, drinks other gases for industrial, domestic and other uses.



*[Handwritten signature]*

64. To manufacture, buy, sell, mix, refine, prepare, import, export and otherwise deal in all kinds of organic chemicals including aromatics, flavors, oils, resins, dyes, pigments and colours, derivatives and blending of the above and or with their by products and ingredients.
65. To provide e-commerce solutions, security solutions, virtual private network, network and network enabled services, Internet Service Providers (ISP), Internet Solutions, EDI Solution, leased line and microwave solutions, hosting, warehousing, storing, forwarding and online information services and to develop, host, design, maintain, create, program, service all types of web sites, portals and to provide facilities of advertising and publishing on the web, and to provide the consultancy in the field of software, Internet, e-commerce and management and provide services in the field of net banking, Internet backbone services, content management, on-line database management, supply chain management consultancy, e-consulting, web strategy development, systems integration, digital signature solution, certification and to do all such other activities and business relating to the software and web in India and abroad.
66. To carry on the business of designing, providing, developing, dealing, trading, distributing, supplying, marketing, importing, exporting, selling, systems, software solutions, automation solutions and to carry on the business of dealing, trading, importing, exporting, selling, servicing, developing, repairing all types of computers, networking products, networking systems and to engage in software engineering analysis, exchanging, updating, buying, selling, distributing and dealing in types of scanners, peripherals, technologies, information technology systems, and also to carry on the business of engineering, fabricating, designing, processing, assembling, developing, purchasing, selling, trading, dealing, marketing, distributing, repairing, altering, importing, exporting, modifying of office equipments, electrical and electronic equipments, telecommunication systems, computer hardware, software, data information technology hardware and software, data communication and telecommunication hardware and software plants, systems, systems integration, equipments, spare parts.
67. To carry on the business of trading of hardware, manufacturing of hardware and machinery, installation, commission and maintenance services, agency business and also to carry on the business in the field of software and/ or hardware development, maintenance, up gradation, installation, distribution, consultation and supply, import, export, sale, resale, software, packages and tailor made software and solutions to industries, companies, persons and others in India and abroad in physical forms or through electronic media and in electronic form or through the satellite or through other channels of export and distribution and to develop software, hardware for own use and for other types of customers and to sale, give license or convert into any form such software and/or hardware and to purchase, acquire, obtain on license or otherwise and trade in sale, give on license, export or rent or otherwise dispose off any such software or hardware.
68. To carry on the businesses of repairs-shop operators, service shop operators, filling station operators, engineers, machinists, millwrights, founders, filters, galvanizers, electro-plasters welding apparatus and machine makers of all kinds and types.
69. To undertake the work of Assembling, repairs, services and otherwise deal in all types of parts, gears, transmission axles, joints. Springs, lamps, chain, frames, engines, tyres, tubes, fan belts, flat belts, batteries, goods, instrument, appliances and apparatus, equipments, components, accessories, raw materials of the every kind and description.



*Handwritten signature in blue ink, appearing to read 'Ravi Kulkarni'.*



**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.** **\*\***(a) The Authorised Share Capital of the Company is Rs. 11,00,00,000/- (Rupees Eleven Crore only) divided into 1,10,00,000 (One Crore Ten Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each.

(b) The minimum Paid up Capital of the Company shall be Rs. 1,00,000/- (Rupees One Lac Only)

**\*[The Authorised share capital of the Company has been increased from Rs. 1 Lakh to Rs. 50 Lakhs vide ordinary resolution passed by the members in their Extra-Ordinary general meeting held on 30<sup>th</sup> July 2012]**

**\*\*[The Authorised share capital of the Company has been increased from Rs. 50 Lakhs to Rs. 11 Crores vide ordinary resolution passed by the members in their Extra-Ordinary general meeting held on 24<sup>th</sup> May, 2024]**

**#New Set of Memorandum of Association Adopted as per Table A of Companies Act, 2013 vide resolution passed in Extra Ordinary General Meeting held on 24th May, 2024.**

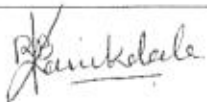

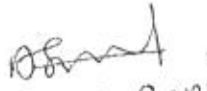
**## The Members of the Company passed Special Resolution in the Extra Ordinary General Meeting held on 24th May, 2024 for alter the existing Clause III (A) by inserting new Sub Clause 3, 4 and 5 after Sub Clause III (A)(2) of Memorandum of Association of the Company.**

**###The word Private was deleted from the name of the Company to Convert the Company to Public limited vide Special Resolution passed by the Member of the Company on Wednesday, 19th June 2024.**



*[Handwritten signature]*

We, the several persons whose names, addresses, descriptions are hereunder subscribed are desirous of formed into a Company in accordance with and pursuance of these 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.

Sr. No.	Signature, name, address, description and occupation of each subscriber	Number of Equity Shares taken by each subscriber	Signature, name, address, description and occupation of witness
01.	 PRASHANT BALASAHEB KANIKDALE S/O BALASAHEB RAMBHAU KANIKDALE FL-102, 1 <sup>st</sup> FLR, TRIMURTI SANBAM, NR MAJOR RANE SCHOOL, BHADAT MARG, SANBAMWADI, PUNE-411 003  OCC: BUSINESS	3334 (THREE THOUSAND THREE HUNDRED THIRTY FOUR)	Witness to 1 & 2   Vishal Bhosale S/o Subhashrao Bhosale B-105 mangalmurti Complex sinhgad Road pune-30
02.	 ANAND SURESH WATIVE S/O SURESH SADASHIV WATIVE FLAT No 4 Uma B, NEENA CO-OP HSG Society OPP. VANAZ PAUD Road Kothrud Pune 411 003  C/F OCC: BUSINESS	3333 (Three thousand three hundred thirty three only)  6667 Six thousand Six hundred Sixty seven only.	practicing company secretary C.P No. 7577



Place: PUNE

Date: 17/11/2012






We, the several persons whose names, addresses, descriptions are hereunder subscribed are desirous of formed into a Company in accordance with and pursuance of these 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.

Sr. No.	Signature, name, address, description and occupation of each subscriber	Number of Equity Shares taken by each subscriber	Signature, name, address, description and occupation of witness
03.	 ATUL JAGANNATH KULKARNI S/O JAGANNATH DIGAMBAR KULKARNI FLAT #603, BLDG#A5 S#9B, ATUL NGR, NR POPULAR NGR, MUMBAI - B. LORE, HIGHWAY WARJE PUNE - 411052 OCC: BUSINESS.	DF 6667 Six thousand six hundred Sixty seven only  3333 (THREE THOUSAND THREE HUNDRED THIRTY THREE)  10,000 (TEN THOUSAND) ONLY	Witness to 3  Vishal Bhosale S/o Subhashrao Bhosale B-105 Mangal murti complex Sinhagad Road Pune-30 practicing company secretary C.P No. 7577

Place: PUNE  
Date: 17/01/2012



  
Rajiv Kulkarni