

THE COMPANIES ACT, 1956

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

BHARAT WIRE ROPES LIMITED

- I. The name of the Company is **BHARAT WIRE ROPES 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 as manufacturers, producers, processors, makers, finishers, extractors, assembles, converters, exporters, importers, fabricators, repairs and consultants of all types of wires, wire ropes, wire nets, barbed wires, nails, of any metal, including that of mild steel, steel, copper, aluminum, alloy steel, carbon steel and of cotton, silk and of any synthetic material.
 2. To carry on the business as manufacturers, producers, processors, makers, finishers, extractors, converters, exporters, importers, buyers, sellers, dealers, traders, distributors and consultants of all type of fuel oil, gas, and other by - products by processing, recycling of waste tyres, nylon, plastics and rubber.
 - (B) **OBJECTS INCIDENTAL ON ANCILLARY TO THE ATIAINMENT OF THE MAIN OBJECTS.**
 3. To acquire or take over the whole or part of the business properties and liabilities of any person, firm or company carrying on the business which the company is authorized to carry on.
 4. To carry on the business as manufacturers, producers, repairers, processors, dealers, blenders, retreaders, finishers, makers, extractors, assemblers, treaters, converters, importers, exporters, fabricators and consultants of electric and oil furnaces and their



accessories, all types of electric cables, winding wires, wiring accessories, dynamos, armatures and magnets.

5. To carry on in India and elsewhere the business as manufacturers of machinery and plant requisite or suitable for the manufacture of wire ropes, wires and of other articles which the Company is authorised to carry on.
6. To purchase, construct, erect, equip, maintain and otherwise acquire land, buildings, steel structures, overhead cranes or any kind of cranes, machinery parts, sheet metal structures, factories, refineries, works offices, showrooms, warehouses, godowns and other buildings or structures or convenience, whatsoever suitable, necessary or convenient for any of the objects and purposes of this company and to establish and maintain colonies and settlements.
7. To purchase or take on lease or otherwise acquire any factory, plant, machineries and other real and personal property appertaining to or in connection with or for the purpose of aforesaid business or any of them.
8. To undertake a turnkey project in India or abroad for manufacture of the products mentioned in the main objects.
9. To apply for, purchase or otherwise acquire and protect and renew in any part of the world any patent right, brevets DE invention, trademarks, designs, licenses, concessions and the like conferring and exclusive or non-exclusive or limited right to their use or any secret or other information to any invention which may seem capable of being used for any of the purposes of the Company and to use, exercise, develop or grant licenses in respect of or otherwise turn to account the property, rights or information so acquired and to expend money experimenting upon, testing or improving any such patents, inventions, rights.
10. To establish, provide, maintain and conduct and otherwise subsidize, research laboratories and experiment workshops for scientific and technical researches and experiments and to undertake and carry on with all scientific and technical researches, experiments and tests of all kinds and to promote studies and research both for scientific and technical investigation and invention by providing, subsidizing, endeavoring or assisting- laboratories, workshops, libraries, lectures, meetings and conferences and generally to encourage promote and regard studies, researches, investigation, experiments, tests and invention of any kind that business which the Company is authorised to carry on.
11. To explore, examine, investigate, test and make experiments, obtain reports, opinions of experts, certificates, analysis, survey plans, descriptions and information in relation

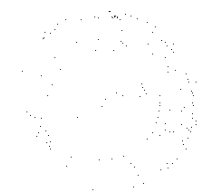


to any property or rights, which the Company may acquire or become interest in or with a view to discovering properties or rights which the Company may acquire or become interested in and to engage, employ, pay fees to retain the service of and to send any act to the world agents, explorers experts, engineers, lawyers, counsels or others and to fit out and dispatch expedition for the purposes of exploring or ascertaining boundaries or making investigation of any nature whatsoever.

12. To enter into partnership or into any arrangement for sharing profits, union of interests. Cooperation, joint adventure, reciprocal concessions or otherwise with any person or company carrying on or engaged in any business or transaction which the Company is authorised to carry on or engage in any business or transaction capable of being conducted so as directly or indirectly to benefit the Company and to lend money, to guarantee the contracts of or otherwise assist any such person or company or take or otherwise acquire shares and securities of any such company and to sell, hold, re-issue with or without guarantee or otherwise deal with the same.
13. To undertake and execute any contract for works involving the supply or use of any machinery and to carry out any ancillary or other works comprised in such contract.
14. To exchange, sell, convey, mortgage, assign or let on lease the whole or part of the Company and to accept as consideration for or in lieu thereof other land or cash or government securities of shares, debentures, stocks, bonds or securities of any other company or companies or partly the one or partly the other or such other property or securities as may be determined by the Company and to take back or reacquire any property so disposed of by re-purchasing or leasing the same for such price or prices on such terms and conditions the Company may think fit.
15. To lend money to such persons, firms or companies and on such terms as may seem expedient and in particular to members of the staff, customers and others having with the Company and to guarantee the performance of contracts or engagements by any such person.
16. Subject to the provisions of section 58A and directives of Reserve Bank of India, to receive money on deposit or loan upon such terms as the Company may approve and to guarantee the debts and contracts of customers and others provided that, the Company shall not carry on the business of Banking as defined in the Banking Regulation Act. 1949.
17. Subject to the provisions of section 58A and directives of Reserve Bank of India, to borrow, raise or secure the payment of money for the purpose of or in connections with the Company's business and in particular by issue of debenture stocks charged upon the Company's property and to purchase, redeem or pay off any such securities.



18. To pay out of the funds of the Company all expenses of and incidental to the formation, registration, advertisements and establishments of the Company and of the issue and subscription of the shares or loan capital including brokerage and commission for obtaining applications for or placing or guaranteeing the placing of shares or any debentures, debenture stocks and other securities of the Company and also all expenses attending the issue of any circular or notice and the printing, stamping, circulating of proxies and forms to be filled up by the members of the Company.
19. Subject to the provisions of the Companies Acts, 2013 and any other law or laws for the time being in force, to distribute as bonus shares amongst the members or to reserve or otherwise to apply as the Company may from time to time determine any moneys received in payment of dividends accrued on forfeited shares and moneys realised from the sale by the Company of the forfeited shares or any moneys realised from the sale by the Company of the forfeited shares or any moneys received by way of premium on shares or debentures issued at a premium by the Company.
20. To invest and deal with the moneys of the Company not immediately required, upon such stocks, shares and securities and in such manner as may from time to time be determined and subject to the provisions of any law for the time being in force.
21. Subject to the provisions of the Companies Act, 2013 to distribute among the members in specie any property of the Company or any proceeds of sale or disposal of any property of the Company.
22. To provide for the welfare of the Directors or employees or ex-employees of the Company or its predecessors in business and the wives, widows and families or the dependants or connection of such persons by building or contributing to the building of houses or dwellings or quarters or by grants of moneys, pensions, gratuities, allowances, bonuses, profits sharing from time to time subscribing or contributing to provident or other associations, institutions, funds, profit sharing or other scheme or trusts and by providing or subscribing or contributing towards places of institutions recreations, hospitals and dispensaries, medical and other assistance as the Company shall think fit.
23. To carry on such activities which are directly or indirectly related to the welfare of the employees and their families, ex-employees and their families, members and their families and other associate and their families.
24. To contribute and/or become Members of any such Association, Firms, Bodies related with the trade, labour welfare, research and development and/or connected with the activities of the Company in any manner.



25. To advertise and adopt such means of making known all or any of the manufactured products, or goods of the Company or any articles or goods or trades dealt in by the company in any way that may be thought advisable or expedient and in particular by advertising in the press, by circulars, by purchases and exhibition of works of arts for interest, by publication of works periodicals and by granting prizes, rewards and donations.
26. To remunerate any corporation or person whether a Director of the Company or not in the form of brokerage, commission, royalty for technical know-how and for others or otherwise, for introducing business, obtaining subscriptions for or guaranteeing the subscriptions of or assisting in placing the shares, debentures, debenture stock of securities, of the company or association promoted by this company or in which it is interested or otherwise assisting or rendering services of the Company.
27. To enter into any arrangement with any government 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 authorities any rights, privileges, licenses and concessions which the Company may think fit, desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
28. To draw, make, accept, endorse, discount and issue promissory notes, cheques, hundies, bills of exchange, warrants, debentures and other negotiable and transferable Instruments.
29. To open account or accounts with any individual, firm, company, or with any Bank or Banks or Bankers or shroffs and to pay into and withdraw money from such account or accounts.
30. To sell or dispose of the undertaking of the Company or any part thereof for such consideration as the Company may think fit and In particular for shares, debentures or securities of any other company having objects altogether in part similar to this company.
31. To sell, improve, manage, exchange, lease, mortgage, enfranchise, dispose of, and turn to account or otherwise, deal with all or any part of the property and rights of the Company.
32. To amalgamate with any other company having objects altogether or in part similar to those of this Company.
33. To constitute, contribute or take part in National Form of Private Enterprises or to look after, the commercial and industrial aspects

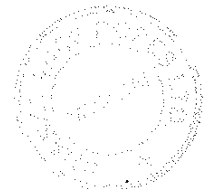


not covered by the Indian Chamber of Commerce and Industries, to remedy financially, legally and by any other possible means, the evils of exploitation of labour for any interest contrary to smooth running of any member industry and thereby safe guarding the Industrial units as well as interests of labour at large in the socialistic pattern of Society, for furtherance of industrial output, Employee-Employer relations and labour welfare.

34. To establish laboratories and other facilities for development of new technologies, or application of newly developed technologies and in general to carry on the work of research and development in the known fields of technology and its applications and in the development of new technology and applications thereof.

(C) OTHER OBJECTS.

35. To promote, take over float or otherwise establish any Company in or outside India.
36. To carry on business of manufacturing of food products.
37. To transact or carry on all kinds of agency business in India or elsewhere and in particular in relation to the investment of money, sale of property, collection and receipt and the floating of Company and the issue of loans.
38. To carry on business as manufacturers, producers, refiners, processor, distributors, wholesalers, retailers, importers, exporters and dealers of metal and metallic products of all kinds and of whatsoever nature and to import, export, manufacture and deal in all types of chemicals, alkalis, acids, drugs, paints, essences and pharmaceutical, photographic, sizing and medicinal, chemicals, industrials and other preparation of articles of any nature and kind whatsoever including waxes, natural and synthetic industrial solvent and passing agents, extenders, rubber chemicals including vulcanisers, anti-oxidants, access orators, reinforcing agents, carbon black, silica compounds, softeners, blowing agents & special chemical substances, cements , oils, paints, plasticizers and extenders, pigments and varnishes, compounds, drugs, dyestuffs, glues, organic or mineral, intermediates, makers of and dealers in proprietary articles of all kinds of electrical, mechanical, photographic, surgical and scientific apparatus and materials.
39. To carry on the business of building, Masonry and General Construction Contractor and hauliers and among other things construct, execute, carryout, equip, improve and work, roadways, tramways, docks, harbors, wharves, canals, water courses, reservoirs, embankments, irrigations, reclamation, sewage, drainage and other sanitary works, water, gas, and other supply works, houses, buildings and erections of every kind.



40. To manufacture, process, trade, alter, improve, import, export, stock develop, service, repair or otherwise deal with all kinds, sizes and types of railway equipments including wagons, coaches, bogies, signals, points and crossing, railway stores, carriage fittings, steel springs, boiler and its tubes, lighting equipment and all other allied products.
41. To manufacture, process, trade, exchange, assemble, service, repair or otherwise deal with all types of furniture made of woods, plastic, iron and steel or of any other material for office, residence, hospital and other items required for above.
42. To manufacture, process, trade, or otherwise deal with all types, sizes and kinds of household equipment's including sewing machines, buckets, lanterns and stoves and parts thereof burners and all other allied products.
43. To manufacture, process, trade, or otherwise deal with all types, sizes and kind of office equipment's including office stationery, office machines and all other allied equipment's.
44. To manufacture, process, trade or otherwise deal with all types, of packing materials including containers made of wood, plastic, steel and all other materials.
45. To manufacture, process, trade, import, export, assemble, repair, hire or otherwise: deal with aircrafts and its components, locomotives, motor cycles, bicycles, tricycles, trucks, cars, tram cars, auto rickshaw, handcarts, garage, equipment's and-all other parts and components required for above items.
46. To manufacture, process, trade, exchange, import, export, assemble, repair, hire or otherwise deal with all types of diesel and other internal combustion engines fire engines and petrol gas turbines, steam turbines, boilers pumps, power driven pumps and other prime movers, electric motors, inboard/or board motors, power driven agricultural implements and all other products.
47. To Manufacture, Process, trade, import, export, assemble, .repair, hire or otherwise deal with all types sizes and kinds of industrial and agricultural plant and machineries and their accessories.
48. To carry on business as quarry master, stone bricks, tiles earth ware, pottery manufacturer and merchants and to buy, sell, get work, carve, polish, crush and prepare for market or use stone of all kinds and to



carry on business as makers and manufacturers of and dealers in limen mortar and building materials of all kinds and as builders and contractors for the execution of works and buildings of all kinds and description whatsoever and .to sell the same on ownership basis or to give them on rent, lease, leave and license or in any other way.

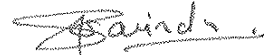
49. To carry on the business as manufacturers of and dealers in all kinds of plastic materials, industrial styrene, polystyrene, vinyl, chloride, poly-cinyl-chloride; polyethylene, polyolefin, vinyl acetate and copolymers of one or more of the above and/or other products acrylics and polyesters, poly-carbonates and polyether and epoxy resins and compositions, silicon and epoxy resins and compositions, silicon, resins and composition P-F, U-F, and other thermo-setting resins and molding compositions, nylons, Rilson and similar thermoplastic molding compositions, including prefabricated sections and shapes, cellulosic, plastic and other thermo-plastic materials (synthetics or natural).
50. To search for, get, work, raise, make merchantable, sell and deal in iron, coal, coke, mineral oil, iron store, limestone; lime brick earths, bricks, pipes, tiles fireclay, firebricks and other metals, minerals-and substances and to manufacture and sell patent fuels. To work mines and mining rights in, under-or upon the lands and properties for the time being belonging to the. Company and to mine, quarry, crush, wash, smelt, reduce or otherwise treat and render marketable and sell or dispose of the produce of any mines, quarries, mining rights, brickfields and oil well whether belonging to the Company or not.
51. To carry on the activities for the general entertainment and health of the public including that of manufacture, production distribution and exhibitions of cine films, televisions programs, arrangement for drama and concerts, arranging site seeing programs, to arrange tour & entertainment programs, running club house, hotels, restaurants, sport clubs, race course, beauty parlors, gymnasiums and to carry on any other activities which may amount to entertainment for the general public and/or improvement in health and generally to purchase, manufacture, produce, sell, import, export and to dealany manner the goods and services required for carrying on the above activities.
52. To act as retailers, wholesalers, exporters, importers commission agents and to deal in any manner whatsoever including that of running super markets, departmental stores in all types of provision, household and office consumption and utility goods.
53. To act as advertising agents, marketing research consultants, research conductors, printers, publishers, block makers and to deal



in, purchase sell or serve or obtain service to carry on the above activities.

- IV. The liability of the Members is limited.
- V. *The Authorised Share Capital of the Company is Rs. 85,00,00,000 (Rupees Eighty-Five Crore Only) divided into 8,49,60,000 (Eight Crore Forty Nine Lakhs Sixty Thousand) Equity Shares of Rs. 10/- (Rupees Ten Only) each and 40,000 (Forty Thousand) Compulsorily Convertible Preference Shares of Rs. 10/- (Rupees Ten Only) each , with the rights, privileges and conditions attached thereto as per the relevant revisions contained in that behalf in the Articles of Association of the Company and with power to increase or reduce the Capital and to divide the shares in the capital for the time being into several classes (being those specified in Companies Act, 2013), and to attach thereto respectively such preferential, qualified special right, privileges or conditions in such manner as may be permitted by the said Act or provided by the Articles of Association of the Company for the time being in force.”

For Bharat Wire Ropes Ltd



Company Secretary

Govinda Sani

mem A38908

***Note: As amended at the (01/2022-23) Extra Ordinary General Meeting of the shareholders of the Company held on 20th October, 2022**

We the several persons whose names and addresses are subscribed below are desirous of being formed into company in pursuance to 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.

Names, address/Description and of occupation of subscribers	Number of Equity Shares taken by each subscriber	Signature Of Subscribers	Name, address and Description of Witness
SHRI SUNDERJI MULJI SHAH S/O. MULJI HIRJI SHAH 41/42, Jayanti Apartment, J-Doss Road, Mulund (W), Mumbai 400 080. Business	5 (FIVE) EQUITY	Sd/-	WITNESS TO ALL sd/- JAYANTILAL MAGANLAL SHAH S/O. MAGANLAL SHAH Room No.79, Commercial Chambers, Masjid Bunder Road, Mumbai 400 003. Chartered Accountant.
SHRI DEVCHAND MULJI SHAH S/o. MULJI HIRJI SHAH Well Worth Society, 2nd floor, Above Union Bank of India N.S. Road, Mulund (West), Mumbai - 400 080. Business	5 (FIVE) EQUITY	Sd/-	
Total	<u>10 (TEN) EQUITY</u>		

Place: Mumbai

Dated: This 1st Day of July 1986

