

I

**THE COMPANIES ACT, 2013**

**COMPANY LIMITED BY SHARES**

**MEMORANDUM OF ASSOCIATION\*\*  
OF  
JD CABLES LIMITED**

- I. The Name of the Company is **JD CABLES LIMITED**
- II. The Registered Office of the Company will be situated in the State of West Bengal.
- III. The objects for which the Company is established are: -

**(a) THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE: -**

1. To carry on in India or elsewhere the business of business of manufacture, buy, sell, exchange, trading or otherwise dealing in any manner whatsoever in all kinds of conductors, cables, wire and any other electrical goods.

**(a) MATTERS WHICH ARE NECESSARY FOR FURTHERENCE OF THE OBJECTS SPECIFIED IN CLAUSE III (a) ARE: -**

1. To acquire by purchase, lease, exchange or otherwise any movable or immovable property and any rights or privileges which the Company may deem necessary or convenient for the purpose of its main business.
2. To enter into partnership or into any arrangement for sharing profits, union of interest, joint venture, reciprocal concession or co-operation with persons or companies carrying on or engaged in the main business or transaction of this Company.
3. To import, buy, exchange, alter, improve and manipulate in all kinds of plants, machinery, apparatus, tools and things necessary of convenient for carrying on the main business of the Company.
4. To vest any movable or immovable property, rights or interests required by or received or belonging to the Company in any person or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.
5. To purchase or otherwise acquire, build, carry out, equip, maintain, alter, improve, develop, manage, work, control and superintend any plants, warehouse, sheds, offices, shops, stores, buildings, machinery, apparatus, labour lines, and houses, warehouses, and such other works and conveniences necessary for carrying on the main business of the Company.
6. To undertake or promote scientific research relating to the main business or class of

**For JD Cables Ltd.**

**For JD Cables Ltd.**

*With Shri...*

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4. To vest any movable or immovable property, rights or interests required by or received or belonging to the Company in any person or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.
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**For JD Cables Ltd.**

**For JD Cables Ltd.**

*Pratik Shukla*

*V. Sankar*

business of the Company.

7. To acquire and takeover the whole or any part of the business, goodwill, trade- marks properties and liabilities of any person or persons, firm, companies or undertakings either existing or new, engaged in or carrying on or proposing to carry on business this Company is authorised to carry on, possession of any property or rights suitable for the purpose of the Company and to pay for the same either in cash or in shares or partly in cash and partly in shares or otherwise.
8. To negotiate and enter into agreements and contracts with Indian and foreign individuals, companies, corporations and such other organisations for technical, financial or any other such assistance for carrying out all or any the main objects of the Company or for the purpose of activity research and development of manufacturing projects on the basis of know-how, financial participation or technical collaboration and acquire necessary formulas and patent rights for furthering the main objects of the Company.
9. Subject to the provisions of the Companies Act, 2013 to amalgamate with any other Company having objects altogether or in part similar to those of this Company.
10. Subject to any law for the time being in force, to undertake or take part in the formation, supervision or control of the business or operations of any person, firm, body corporate, association undertaking carrying on the main business of the Company.
11. To apply for, obtain, purchase or otherwise acquire and prolong and renew any patents, patent-rights, brevets, inventions, processes, scientific technical or other assistance, manufacturing processes know-how and other information, designs, patterns, copyrights, trade-marks, licences concessions and the like rights or benefits, conferring an exclusive or non-exclusive or limited or unlimited right of use thereof, which may seem capable of being used for or inconnection with the main objects of the Company or the acquisition or use of which may seem calculated directly or indirectly to benefit the Company on payment of any fee royalty or other consideration and to use, exercise or develop the same under or grant licences in respect thereof or otherwise deal with same and to spend moneyin experimenting upon testing or improving any such patents, inventions, right or concessions.
12. To apply for and obtain any order under any Act or Legislature, charter, privilege concession, licence or authorisation of any Government, State or other Authority for enabling the Company to carry on any of its main objects into effect or for extending any of the powers of the Company or for effecting and modification of theconstitution of the Company or for any other such purpose which may seem expedient and to oppose any proceedings or applications which may seem expedient or calculated directly or indirectly to prejudice the interest of the Company.
13. To enter into any arrangements with any Government or Authorities or any persons

or companies that may seem conducive to the main objects of the Company or any of them and to obtain from any such Government, authority, person or company any rights, charters, contracts, licences and concessions which the Company may think desirable to obtain and to carry out, exercise and comply therewith.

14. To procure the Company to be registered or recognised in or under the laws of any place outside India and to do all act necessary for carrying on in any foreign country for the business or profession of the Company.
15. To draw, make, accept, discount, execute and issue bills of exchange, promissory notes bills of lading, warrants, debentures and such other negotiable or transferable instruments, of all types or securities and to open Bank Accounts of any type and to operate the same in the ordinary course of the Company.
16. Subject to the provisions of the Companies Act, 2013 including the rules and regulations made therein and the directions issued by Reserve Bank of India to borrow, raise or secure the payment of money or to receive money as loan, at interest for any of the objects of the company and at such time or times as may be expedient, by promissory notes, bills of exchange, hundies, bills of lading, warrants or such other negotiable instruments of all types or by taking credit in or opening current accounts or over-draft accounts with any person, firm, bank or company and whether with or without any security or by such other means, as may deem expedient and in particular by the issue of debentures or debenture stock, perpetual or otherwise and in security for any such money so borrowed, raised or received and of any such debentures or debenture stock so issued, to mortgage, pledge or charge the whole or any part of the property and assets of the Company both present and 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 such securities provided that the Company shall not carry on the business of banking within the meaning of the Banking Regulation Act, 1949.
17. To undertake and execute any trusts, the undertaking of which may seem to the Company desirable, either gratuitously or otherwise.
18. To establish, or promote or concur in establishing or promote any company for the purpose of acquiring all or any of the properties, rights and liabilities of the Company.
19. To sell, lease, mortgage, exchange, grant licences and other rights improve, manage, develop and dispose of undertakings, investments, properties, assets and effects of the company or any part thereof for such consideration as may be expedient and in particular for any shares, stocks, debentures or other securities of any other such company having main objects altogether or in part similar to those of the Company.
20. To procure the incorporation, registration or such other recognition of the Company in the Country, State or place outside India and to establish and maintain local

registers and branch places of the main business in any part of the world.

21. The company would obtain approval of the concerned authorities to carry on the objects of the company and the matters which are necessary for furtherance of the objects of the Company as given in this memorandum of association wherever required.
22. To employ agents or experts to investigate and examine into the conditions, prospects value, character and circumstances of any business concerns and undertakings and generally of any assets properties or rights which the Company purpose to acquire.
23. To accept gifts, bequests, devises or donations of any movable or immovable property or any right or interests therein from members or others.
24. To create any reserve fund, sinking fund, insurance fund or any other such special funds whether for depreciation, repairing, improving, research, extending or maintaining any of the properties of the Company or for any other such purpose conducive to the interest of the Company.
25. To remunerate any person or company, for services rendered or to be rendered in or about the formation or promotion of the Company or the conduct of its business, subject to the provisions of the Companies Act, 2013.
26. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation, provident or gratuity funds for the benefit of and give or procure the giving of the donations, gratuities pensions, allowances, bonuses or emoluments of any persons who are or were at any time in the employment or service of the company or any company which is a subsidiary of the Company or is allied to or associated with the Company or with any such subsidiary company or who are or were at any time Directors or officers of the Company or any other company as aforesaid and the wives, widows, families and dependents of any such persons and also to establish and subsidise and subscribe to any institutions, associations, club or funds calculated to be for the benefit of or advance aforesaid and make payments to or towards the insurance of any such persons as aforesaid and to do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.
27. To establish, for any of the main objects of the Company, branches or to establish any firm or firms at places in or outside India as the Company may deem expedient.
28. To improve alter, manage, develop, exchange, mortgage, enfranchise and dispose of, any part of the land, properties, assets and rights and the resources and undertakings of the Company, in such manner and on such terms as the Company may determine.
29. To pay out of the funds of the company all costs, charges and expenses of and incidental to the formation and registration of the company and any company promoted by the company and also all costs, charges, duties, impositions and expenses of and incidental to the acquisition by the company of any property or assets.

For JD Cables Ltd.

30. To send out to foreign countries, its director, employees or any other person or persons for investigation possibilities of main business or trade or establishing trade and business connections or for promoting the interests of the company and to pay all expenses incurred in the connection.
  31. To agree to refer to arbitration any dispute, present or future between the Company and any other company, firm, individual or any other body and to submit the same to arbitration in India or abroad either in accordance with Indian or any foreign system of law.
  32. To appoint agents, sub-agents, dealers, managers canvassers, sales, representatives or salesmen for transacting all or any kind of the main business of which this Company is authorised to carry on and to constitute agencies of the Company in India or in any other country and establish depots and agencies in different parts of the world.
- IV. The Liability of the Members is limited and the liability is limited to the amount unpaid, if any, on the shares held by them.
- V. **The Authorised share capital of the Company is Rs. 25,00,00,000/- (Rupees Twenty-Five Crores Only) divided into 2,50,00,000 (Two Crore Fifty Lakh) Equity Shares of Rs. 10/- (Rupees Ten Only) each<sup>2</sup>**

**Note:**

1. *Alteration & adoption of MOA and Name Clause of MOA altered via Special resolution passed at EGM dated 28/10/2024.*
2. *Alteration of Capital Clause of MOA via Ordinary resolution passed at EGM dated 17/06/2025 and thereby increased the Authorised capital from Rs. 25,00,000/- divided into 2,50,000 Equity Shares of Rs. 10/- each TO Rs. 25,00,00,000/- divided into 2,50,00,000 Equity Shares of Rs. 10/- each.*

JD Cables Ltd.

*[Signature]* Director

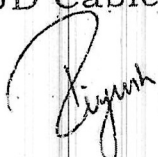
We the several person whose name and address are subscribed, are desirous of being formed into a company in pursuance of this memorandum of association and we respectively agree to take the numbers of shares in the capital of the company set opposite to our respective names -

Names, addresses names, descriptions and occupations of Subscribers	No. of shares taken by each subscriber	Name, address, description & Occupation and Signature of the witness
Name: Shiv Kumar Agarwal S o Late Sanwar Lal Agarwal Nationality: Indian D O B 26 02 1957 Place of birth: Kolkata Educational qualifications: B Com Occ: Business PAN: AEOPA6379Q Address: 19 Jadukul Mullick Road, 1 <sup>st</sup> Floor, Kolkata- 700006 Email id: piyu_g2006@yahoo.co.in Ph no: 9433077335	10000 (Ten Thousand Only)	I witness to subscriber subscriber(s) who has have subscribed and signed in my presence on 01-06-2015 at Raipur (CG)- 700001 further I have verified his or their Identity Details (ID) for their identification and satisfied myself of his/her their identification particulars as filled in
Name: Alka Garodia S o Bajarang Lal Agarwal Nationality: Indian D O B 30 09 1961 Place of birth: Kolkata Educational qualifications: X Occ: Homemaker PAN: AIPPG3566Q Address: 19 F-1 Jadukul Mullick Road, Kolkata- 700006 Email id: piyu_g2006@yahoo.co.in Ph no: 9007488335	10000 (Ten Thousand Only)	Name: Nitin Surana S o: Akshaya Kumar Surana Nationality: Indian D O B 29 07 1990 Place of birth: Kolkata Educational qualifications: CA Occ: CA in Practice PAN: BYXPS7145E Address: 30 Benrinck Street, Kolkata- 700001 Email id: mansurana2907@gmail.com Ph no: 9903867663
Name: Piyush Garodia S o: Shiv Kumar Garodia Nationality: Indian D O B 08 01 1990 Place of birth: Kolkata Educational qualifications: B Com Occ: Business PAN: ANHPG0767E Address: AC 20, Block AC, Salt Lake, Sector-I, Kolkata- 700064 Email id: piyu_g2006@yahoo.co.in Ph no: 9830020567	10000 (Ten Thousand Only)	
<b>Total share taken</b>	<b>30000 (Thirty Thousand Only)</b>	

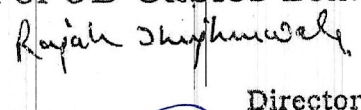
Place- Kolkata

Date- 12<sup>th</sup> Day of June, 2015

For JD Cables Ltd.

 Director

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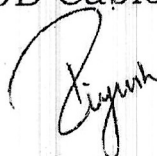
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Name Alka Garodia S o Bajarang Lal Agarwal Nationality Indian D O B 30 09 1961 Place of birth Kolkata Educational qualifications X Occ Homemaker PAN AIPPG3566Q Address 19 F-1 Jadoolal Mullick Road, Kolkata- 700006 Email id piyu_g2006@yahoo.co.in Ph no 900748335	10000 (Ten Thousand Only)	
Name Piyush Garodia S o Shuv Kumar Garodia Nationality Indian D O B 08 01 1990 Place of birth Kolkata Educational qualifications B Com Occ Business PAN ANHPG0767E Address AC 20, Block AC, Salt Lake, Sector-I, Kolkata- 700064 Email id piyu_g2006@yahoo.co.in Ph no 9830020567	10000 (Ten Thousand Only)	
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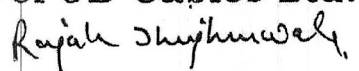
Place- Kolkata

Date- 12<sup>th</sup> Day of June, 2015

For JD Cables Ltd.

 Director

For JD Cables Ltd.

  
Director