

COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
***NAKSH PRECIOUS METALS LIMITED**

- * I.** The name of the Company is NAKSH PRECIOUS METALS LIMITED.
- II.** The Registered Office of the Company will be situated in the State of Uttar Pradesh i.e. within the jurisdiction of the Registrar of Companies, Kanpur.
- III.** The Objects for which the Company is established are as follows:

A. Main Object of the Company:

1. To carry on the business of importers, exporters, manufacturers, purchasing, processing, buyers, sellers, dealers, distributors, wholesalers, retailers, commission agents, traders, assemblers, designers, cutters, polishers, and labour job in all kind of metals, gold, silver including gold and silver jewellery, ornaments, utensils, cut and uncut diamonds, including industrials grades, precious stones, semi-precious stone, pearls and diamonds studded jewellery ornaments, pearl and diamonds jewellery, trading of metal and casting etc and other valuable articles.

B. THE OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECT:

1. To purchase, acquire and hold the software and hardware for accomplishment of the main object of the Company.
2. To amalgamate with or purchase the goodwill, property and assets of any company or companies carrying on any business by way of extension or in connection with any of the Company's business or which is calculated directly or indirectly to develop any branch of the Company or to increase the value of Company' assets, property and rights.
3. To acquire, obtain procure the franchisee of any brand for the attainment of main object of the Company.

** Change in name and Main Object and Change of Registered office of the company as per Special Resolution passed through Postal Ballot by shareholders of the Company held on 08th June, 2023.*

4. To opening of Bank Account to operate the business.
5. To opening of branches in India or abroad.
6. To offer specialized training in various aspects in relation to the main object of the Company.
7. To provide consultancy services relating to main object of the Company.
8. To conduct research and development projects for company as well as for client and to render services relating to regulatory clearance.
9. To pay for preliminary and pre-incorporation expenses of the Company.
10. Publishing of books, magazine, directories, databases for the said business areas.
11. To buy, sell resell manufacture, refine, manipulate, import, export, indent and deal in all Substances, apparatus and things capable of being used in any business as aforesaid and in particular anything that may be required by any customer, or person having dealings with the company either in wholesale, retail or as commission.
12. To repair, alter, remodel, clean, renovate, convert, manipulate prepare for resale and resell any good and materials from time to time belonging to the company.
13. Sourcing and supplying of other materials including gifts, books, laboratory and diagnostic/surgical, packaging, testing, and other items for service in pharma industry and doctors.
14. To appoint managers, engineers, contractors, brokers, anvassers, agents and other persons and to establish and maintain agencies or branches in any part of India or elsewhere or the purposes of the company and to discontinue the same.
15. To create any subscription fund, sinking funds, reserves funds, insurance fund or any other special funds whether for repairing, improving, extending, or maintaining any of the property of the company or for any other purpose conducive to the interest of the company or the staff or labour or for any development fund.
16. To apply, tender, purchase, or otherwise, acquire any contracts sub-contracts, licenses and concessions for or any of the amend to undertake execute, carryout, dispose of or otherwise turn to account the same.
17. To negotiate loans, to draw, accept, endorse, discount, buy, sell and deal-in bills of exchange, promissory notes, bonds, debentures, negotiable or transferable instruments and securities.

18. To borrow raise money and discharge any debt or obligation or binding on the company in such manner as may be thought fit, and in particular, by mortgage, of the undertaking and all or any of the immovable or movable property, (present or future) and the uncalled capital of the company or by the creation and issue, on such terms as maybe thought expedient, of debentures or debenture-stock, perpetual or other securities of any description.

19. To invest the surplus funds of the company, from time to time, in government securities or in other securities, as may from time to time be determined by the Directors, and from time to time to sell or vary all, such investments and to execute all assignments, transfer, receipts, and documents that may be necessary in that behalf.

20. To establish, provide, maintain and conduct or otherwise subsidize, research laboratories, and experimental workshops for scientific and technical research and experiments and to undertake and carry on all scientific and technical researches, experiments and tests of all kinds and to promote studies and research, both scientific and technical, investigations and inventions by providing, subsidizing, endowing of, assisting laboratories, workshops, libraries, meetings, lectures and conferences and by providing for the award or exhibitions, scholarships, prizes, and grant to students or otherwise and generally to encourage, prompt and regard studies, researches, investigations experiments, tests and inventions of any kind that may be considered likely to assist any of the business which the company is authorized to carryon.

21. To sell, improve, manage, develop, exchange, lease, mortgage, and disposeof, turn to account or otherwise deal with all or any part of the property and rights of the company.

22. To acquire from any person, firm or body co-operate whether in India or elsewhere, technical information, know-how, processes, engineering, manufacturing and operating, data, plans, layouts and blueprints useful for the design, erection and operation of plant required for any grant or licenses and other rights and benefits in the foregoing matter and things.

23. To exchange, mortgage, royalty or tribute, grants licenses, easements, options and other rights over and dispose of the whole or any part of the undertaking, property, assets, rights and effects of the Company for consideration as may be thought fit and in particular for stocks, shares, debentures whether fully or partly paid-up or securities of any other Company having main objects whole or in part similar to the Company.

24. To guarantee the performance of any contract or obligations and the payment of money or dividends and interest on any stock, shares or securities of any company,

corporation, firm or person in any case in which such guarantee may be considered directly or indirectly to further the main objects of the Company.

25. To guarantee the payment of money unsecured or secured or payable under or in respect of promissory notes, bonds, debentures, stocks, contracts, mortgages or charges, obligations, instruments, securities or any company or of any authority, supreme, municipal, local or of any persons whether incorporated or not incorporated and generally to guarantee or become sureties for the performance of any contracts or obligations as may be necessary for the main business of the Company.

26. To subscribe for acquire, hold shares and dispose share stocks, debentures, debenture-stocks, bonds, mortgages, obligations, securities of any kind issued or guaranteed by any company (body corporate undertaking) of whatsoever nature and howsoever constituted and to subscribe for acquire, hold shares, debentures and debenture-stocks, and debenture-bonds, mortgages, obligations and other securities issued or guaranteed by any Government sovereign ruler, commissioners, trust, Municipal, local or other Authority or body or whatsoever nature, whether in India or elsewhere as may be conducive to the main objects of the company.

27. To draw, make, accept, endorse, negotiate, execute and issue bills of exchange, promissory notes, bills of lading, debentures and other negotiable or transferable instruments of securities of all types.

28. To apply for purchase or otherwise acquire and protect, prolong and renew in any part of the world, any patents and patent rights, inventions, trademarks, designs, licenses, protections and concessions conferring any exclusive or non-exclusive or limited right to their use or other information as to any invention, process or privileges which may seem capable of being used for any of the main objects, business of the Company or the acquisition of which may seem calculated directly or indirectly, to benefit the company and to use, exercise, develop or grant licenses or privileges in respect of or the property, rights and information so acquired and to acquire and protect all kinds of Intellectual Property Rights whether defined or not.

29. To spend money in experimenting upon and testing and improving or seeking to improve any patents, rights, inventions, discoveries, processes or information of the Company or which the Company may acquire or propose to acquire.

30. To do all or any of the main business activities either as principals, agents, trustees, contractors or otherwise and either alone or in conjunction with others and either by or through agents, sub-contractors, trustees or otherwise.

31. To acquire and takeover all or any part of the business property and liabilities of any person, firm or company carrying on or proposing to carry on main business which this company is authorised to carry on or possess property, suitable for the main business of the Company.

32. To procure the registration or recognition of the Company in or under the laws of any place outside India.

33. To form, incorporate or promote any company or companies whether in India or elsewhere having amongst its or their objects the acquisition of all or any of the assets or controls, management or development of the company or any other such objects which in the opinion of the company could or might directly or indirectly assist the Company in the management of its main business or the development of its properties or otherwise prove advantageous to the Company and to pay all or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be rendered in or about the formation or promotion of the company or the conduct of its main business or in or about the promotion of any other such company in which the company may have an interest.

34. To enter into any arrangements and take all necessary or proper steps with Governments or with other authorities supreme, national, local, municipal or otherwise of any place in which the Company may have interests and to carry on any negotiations or operations of the purpose of directly or indirectly carrying out the main objects of the Company or effecting any modification in the constitution of the company or for furthering the interest of the members and to oppose any such steps taken by any other company, any firm or person which may be considered likely, directly or indirectly to prejudice the interest of the company or its members and to assist in the promotion whether directly or indirectly of any legislation which may seem advantageous to the company and to obtain from such Government Authority and company any character, contracts, decrees, rights, grants, loans, privileges or concessions which the company may think it desirable to obtain and carry out, exercise and comply with any such arrangements, charters, decrees, rights, privileges or concessions.

35. To adopt such means of making known the main business of the Company as may seem expedient and in particular by advertising in the press by circulars, by purchase and exhibition or works of art or interest, by publication of books and periodicals and by granting prizes, rewards and donation.

36. To undertake and execute any trust, the undertaking of which may seem to the Company desirable and either gratuitously or otherwise and vest any real or personal property, rights or interests acquired by 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 favors of the Company and To accept gifts including by way of awards/prizes form Govt. and semi Govt. bodies and to give gifts and donations to create trusts for the welfare or employees, members, directors and /or their dependents, heirs and children for deserving objects for and such other persons, also to act as trustees.

37. To apply the assets of the Company in any way in or towards the establishment, maintenance or extension of any association, institution or fund in any way connected with any particular trade or business or with trade or commerce and particularly with the trade, including any association, institution or fund for the interest of masters, owners and employers against loss by bad debt, strike, combustion, fire, accident or otherwise or for the benefit of any employee, workman or others at any time employed by the Company or any of its predecessors in business or their families or dependents and whether or not in common with other persons of classes of persons and in particular of friendly, co-operative and other society, reading rooms, libraries, educational and charitable institutions, dining and recreation rooms, churches, schools and hospitals and to grant gratuities, pensions and allowances and to contribute to any funds raised by public or local subscription for any purpose.

38. To aid peculiarly or otherwise any association, body or movement having for an object the solution, or settlement of industrial or labor problems or troubles or the promotion of industry or trade.

39. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefits of and give, procure the giving of donations, gratuities, pensions, allowances or emoluments to any persons who are or were at any time in the employment or services of the Company or are 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 as aforesaid and the wives, widows, families and dependents of any such persons and also establish and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interest and well-being of the Company or of any such other Company as aforesaid and make payments to or towards the insurance of any such persons as aforesaid and do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.

40. To conduct, undertake the conduct of and participate in national or international exhibitions.

IV. The liability of the members 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 Rs. 22,00,00,000/- (Rupees Five Lakhs only) divided into 22,000,000 (Two Crore Twenty Lakhs) Equity Shares of Rs.10/- (Rupees Ten only) each.

Note-

**The Authorized Share Capital of the Company has been increased from Rs. 1000,000 to Rs. 25,00,000/- vide ordinary resolution passed in Extra Ordinary General Meeting dated 25th November ,2010

***The Authorized Share Capital of the Company has been increased from Rs. 25,00,000 to Rs. 75,000,000/- vide ordinary resolution passed in Extra Ordinary General Meeting dated 20th November ,2014

****The Authorized Share Capital of the Company has been increased from Rs. 7,50,00,000 to Rs. 11,00,00,000/- vide resolution passed in Extra Ordinary General Meeting dated 08th October ,2020

***** The Authorized Share Capital of the Company has been increased from Rs. 11,00,00,000 to Rs. 22,00,00,000/- vide resolution passed in Annual General Meeting dated 26th September ,2024.

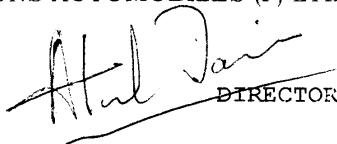
We, the several persons whose names and addresses are subscribed below are desirous of being formed into a Company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the Capital of the Company set opposite our respective names :—

NAME, ADDRESS, DESCRIPTION AND OCCUPATION OF EACH SUBSCRIBER	NO. OF EQUITY SHARES TAKEN BY EACH SUBSCRIBER	SIGN. OF SUBSCRIBERS	SIGN. OF WITNESS WITH ADDRESS, DESCRIPTION AND OCCUPATION
1. ATUL KUMAR JAIN S/o Late Sh. Mahabir Prasad Jain R/o 62, Sector - 15, Sonapat (Haryana) (Business)	50,00 (Five Thousand)	Sd/-	I witness the signatures of both the subscribers. Sd/- (NARESH KUMAR) Company Secretary, M. No. 14259 S/o Sh. Deep Chand Kumar Naresh & Associates A - 48, 2nd Floor, Wazirpur Indl. Area, Delhi - 52
2. VINOD KUMAR JAIN S/o Sh. Dhanpal Singh Jain 155 - Sector - 14, Sonapat Haryana (Business)	5,000 (Five Thousand)	Sd/-	
TOTAL	10,000 (Ten Thousand only)		

Place : DELHI

Dated : 13-02-2003

FOR VAKSONS AUTOMOBILES (P) LTD


DIRECTOR