

THE COMPANIES ACT, 2013
(COMPANY LIMITED BY SHARES)
MEMORANDUM OF ASSOCIATION

OF

BOMBAY COATED AND SPECIAL STEELS LIMITED*

(Formerly known as Bombay Coated and Special Steels Private Limited)

- I. *The name of the Company is "BOMBAY COATED AND SPECIAL STEELS 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 TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:
 1. To carry on the business in India and elsewhere the trade or business or manufacturing, prospecting, raising, operating, buying, selling, reselling, importing, exporting, purchasing otherwise dealing in all qualities, grades, types and kinds of iron and steel and any other related products.
 - (b) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE 3(a) ARE:-
 2. To own, establish and maintain shops or other commercial centers, showrooms and other places for carrying on the business of the company.
 3. To import, buy or otherwise deal in all equipment necessary for the purpose of carrying on the business of the company.
 4. To establish, promote or manage or assist in the establishment, participate, promote, co-ordinate or liaison with or assist in the promotion or management of any other body, association or club whose objects or uses are similar or in part similar to the objects and uses of the company or the establishment or maintenance of which may be beneficial to the company and to become member, to subscribe or to donate or give or deposit such amount to become a member of such other body, association or club in furtherance of the objects of the company.

*Amended vide Special Resolution passed for conversion of company from private limited company to public limited company by the Shareholders in the Extra Ordinary General Meeting of the Company held on January 22, 2025.

For BOMBAY COATED AND SPECIAL STEELS LTD.

COMPANY SECRETARY



5. To buy on outright purchase basis and/or on lease or otherwise any land for the purpose of constructing factory, godown or office for undertaking the business of the company.
6. To exchange, sell, assign, transfer, convey, lease, pledge, mortgage or otherwise dispose off the whole or any part of the property whether moveable or immovable, owned by the company and to accept as consideration for or in lieu thereof, other land or cash or Government securities or securities guaranteed by the Government of India or State Government or Municipal, or other authority or shares, debenture, stocks, bonds or securities of any company or companies or partly one or the other or such other property or securities as may be determined by the company and to take back or require any property so disposed off by repurchasing or leasing the same for such price or prices and on such terms and conditions as the company may think fit.
7. To consider the recognition of the company in India and/or in any other country, state or place in any part of the world, to establish, maintain and regulate agencies, branches, places and local registers for the purpose of the company's business and to carry on business in any part of the world and to take such steps as may be necessary to give the company such rights or privileges in any part of the world.
8. To pay and reimburse all costs, charges and preliminary expenses incidental to the promotion, formation, registration and establishment of the company and the issue of the capital and charges in connection therewith and to remunerate or make contribution to or aid either in cash or by allotment of fully paid shares to any person or persons or company for services rendered or to be rendered in placing or assisting to place or guaranteeing any of the shares in the company's capital or any debenture stock or other securities of the company in or about the formation of the company or the conduct of its business.
9. To purchase or otherwise acquire and takeover the whole or part of the goodwill, property rights, assets and liabilities of any person, firm or company having similar objects.
10. To amalgamate, enter into partnership or into any arrangement, whether perpetual or terminable for sharing profits, union of interest, mutual co-operation, joint venture, reciprocal concessions or otherwise with any person, firm or company carrying on or engaged in or about to carry on or engage in any business or transaction similar to that of the company.
11. To take or otherwise acquire and hold shares in any other company having any objects.

For BOMBAY COATED AND SPECIAL STEELS LTD.

COMPANY SECRETARY



12. To apply for purchase or otherwise acquire any tenders, contracts, sub-contracts, licenses, concessions or the like in relation to the objects of the company or business mentioned hereinabove or any of them and undertake, execute, carry out, dispose off or otherwise turn to account the same and to sublet all or any of the contracts acquired by the company from time to time upon such terms and conditions as may be deemed expedient.
13. To furnish and provide deposit and guarantee funds required in relation to any tender, contracts, sub-contracts, concession, decree, enactment, property or privilege for carrying out the same in connection with the business of the company.
14. To enter into foreign or local collaborations required for any of the business of the company and to acquire from such foreign or local collaborators, technical information, know-how, and operating data, plant, layouts and blue prints useful for the designs, erection and operation of the plant required for any of the business of the company and to acquire any grant or license and other rights connected therewith.
15. To open current, cash credit, overdraft or other bank accounts, to draw, make, accept, endorse, negotiate, discount, execute and issue cheques, promissory notes, bills of exchange, bill of lading, warrants, debentures and other negotiable instruments and other mercantile or transferable instruments and to buy, sell and deal in them.
16. To borrow, raise or secure the payment of money or to receive on deposit at interest or otherwise and at such time or times as may be thought fit, by hundies, promissory notes or deposits or by taking credits in or opening current, overdraft account with any bank, whether with or without any security or by such other means as the Directors may in their absolute discretion deem expedient and in particular by issue of debentures or debenture-stocks convertible into shares and security for any such amount borrowed, raised or received or for any such debentures or debenture-stock so issued to mortgage, pledge or charge the whole or any part of the property, assets and revenue of the company both present and future including its called capital by special assignment or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders powers of sale and other powers as may deem expedient to purchase, redeem or pay off any such securities provided that the company shall not carry on the business of banking as defined by Banking Regulation Act, 1949, subject to the provisions of the Companies Act, 2013 and Rules made thereunder and the directives of the Reserve Bank of India.
17. To lend moneys to such persons, firms or companies and on such terms and with or without security as may be deemed expedient and in particular to customers,

For BOMBAY COATED AND SPECIAL STEELS LTD.



members of the staff and others having dealings with the company and to guarantee the performance of contracts by such persons, firms or companies.

18. To give guarantee for the performance or discharge of any obligations, liabilities, duties or the payment of money by any person, firms and companies or Government or state and to give indemnities of all kinds, in relation to companies and firms related to the business of the company.
19. To advertise, demonstrate and exhibit at any place or places or in manner whatsoever found expedient, the products, activities, and/or materials of the company and to give away or distribute articles, which may be useful or conducive to or beneficial for the company, its employees, other dependents and customers whether directly or indirectly.
20. To institute, conduct, defend, compound or abandon legal proceedings by or against the company or its officer or otherwise concerning the affairs of the company and also to compound and allow time for payment or satisfaction of any debts due and of any claims or demand by or against the company.
21. To assist and guarantee the payment of money by or the performance of any contract, arrangement or obligation by any person or companies and in particular customers of the company or any persons or companies with whom the company has or intends to have business relations.
22. To provide for the welfare of the employees or ex-employees of the company and the wives, widows and families or dependents or connections of such persons by building of homes, dwelling houses or chawls.
23. To act either as principals, agents, trustees, contractors or otherwise and either by or through agent, sub-contractors, trustees or otherwise and either alone or in conjunction with others.
24. To remunerate or make donation (by cash or other assets or by the allotment of fully or partly paid shares or by a call or option of shares, debenture, debenture-stock or any other securities of this or any other company's capital or in any other manner, whether out of the company's capital or profits or otherwise) to any person or persons for services rendered or to be rendered in introducing any property or business to the company or in placing or assisting to place or guaranteeing the subscription of any shares, debentures or debenture- stock or other securities of the company or for any other reason which the company may think proper.
25. To obtain any order of the Government or judiciary for enabling the company to obtain all powers and authorities necessary or expedient to carry out or extend any of the objects of the company for any purpose which may seem expedient and

For BOMBAY COATED AND SPECIAL ALUMINIUM STEELS LTD.

COMPANY SECRETARY



to oppose any proceedings or application which may seem expedient and calculated directly or indirectly to prejudice the company's interest.

26. To insure any or all of the properties, undertakings, contracts, guarantees or obligations of the company of every nature and kind in any manner whatsoever.
27. To distribute any of the properties of the company amongst the members of the company in specie or in kind subject to the provisions of the Companies Act, 2013 in the event of winding up or otherwise.
28. To form, constitute, promote, organize and assist or aid in forming, constituting, promoting, subsidizing, organizing and assisting or aiding any company, companies, partnerships of all kinds having similar objects whether in India or elsewhere.
29. To promote associations, federations, and institutions having similar objects and/or become members of associations, federations, institutions with the objects to promote, project, develop, the trade, commerce, manufacture, industry and allied activities.
30. To apply for, purchase or otherwise acquire any patents, trademarks, copy rights, designs brevet D'Invention, licenses, concessions and any exclusive or non-exclusive, limited or unlimited right to use any secret or other information capable of being used for any of the purpose of the company and to use, exercise, develop or grant licenses in respect of or otherwise turn to account the property or rights or information so acquired.
31. To place, reserve or distribute as bonus shares to the members or otherwise to apply as the company may from time to time think fit, any money received by way of premium on shares or debenture issued at a premium by the company and any money received in respect of forfeited shares and moneys arising from the sale by the company of forfeited shares.
32. To create any depreciation fund, reserve fund, sinking fund, insurance fund, dividend equalization fund, capital redemption 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 redemption of debentures or redeemable preference shares or for any other purpose whatsoever conducive to the interest of the company.
33. To give donations or gifts to any person or persons 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 purpose.

For BOMBAY COATED AND SPECIAL STEELS LTD.

COMPANY SECRETARY



34. To undertake, carry out, promote, sponsor or assist directly or in any manner, any activity for the promotion and growth of the national economy and national welfare and to discharge what the Directors consider to be the social and moral responsibilities of the company to the consumer, employees, and shareholders and to the public.

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. The Authorised Share Capital of the Company is Rs 60,00,00,000/- (Rupees Sixty Crores only) divided into 6,00,00,000 (Six Crores) Equity Shares of Rs. 10/- each.[§]

[§] Amended vide Ordinary Resolution passed for increase in Authorised Share Capital from Rs. 9,90,00,000/- to Rs. 60,00,00,000/- by the Shareholders in the Extra Ordinary General Meeting held on June 21, 2025.

[§] Amended vide Ordinary Resolution passed for increase in Authorised Share Capital from Rs. 5,00,00,000/- to Rs. 9,90,00,000/- by the Shareholders in the Extra Ordinary General Meeting held on February 27, 2023.

[§] Amended vide Ordinary Resolution passed for increase in Authorised Share Capital from Rs. 1,00,00,000/- to Rs. 5,00,00,000/- by the Shareholders in the Extra Ordinary General Meeting held on February 24, 2021.

For BOMBAY COATED AND SPECIAL STEELS LTD.

COMPANY SECRETARY



We the several persons, whose names and addresses are 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 against our respective names:-

Signature, Name, Addresses, Description and Occupation of the Subscribers	Number of Equity Shares taken by each Subscriber	Signature, Name, Addresses, Description and Occupation of Witnesses
Sd/- VIJAYKUMAR HIMATRAI GUPTA S/o HIMATRAI LAXMINARAYAN GUPTA C/1006, JUHU GRIHASWAPNA CHS, GULMOHAR CROSS RD NO 4, NEAR CLUB MILLENIUM, JUHU VILE PARLE WEST, MUMBAI, 400049 PAN: AABPG8011G BUSINESS	50000 (Fifty Thousand)	Witness to all the signatories
Sd/- NITIN VIJAYKUMAR GUPTA S/o VIJAYKUMAR HIMATRAI GUPTA JUHU GRIHA SWAPNA CHS, GULMOHAR CROSS RD NO.4, NEAR CLUB MILLENIUM, JVPD, SCHEME, MUMBAI, 400049 PAN: ADBPG7575J BUSINESS	25000 (Twenty Five Thousand)	Sd/- CS RISHITA RAJNICKANT SHAH (FCS: 5180) RISHITA SHAH & CO. 703, AJITHNATH, NEELKANTH ENCLAVE, LBS MARG, GHATKOPAR(W), MUMBAI 400086
Sd/- BHAWNA NITIN GUPTA D/o ASHOK JAIN 1006, JUHU GRIHA SWAPNA CHS, GULMOHAR CROSS RD NO.4, NEAR CLUB MILLENIUM, JUHU VILE PARLE WEST, MUMBAI 400049 PAN: AFWPJ3061P BUSINESS	25000 (Twenty Five Thousand)	
TOTAL		100000 (One Lakh)

Mumbai, Dated 26th Day of December, 2019

For BOMBAY COATED AND SPECIAL STEELS LTD.

COMPANY SECRETARY

