



प्राख्य० आई० आर०
FORM I. R.

निगमन का प्रमाण-पत्र
CERTIFICATE OF INCORPORATION

सं०.....13956.....शक.....1904.....
No.....13956.....of.....1982-83.....

मैं एतद् द्वारा प्रमाणित करता हूँ कि आज.....गुलमोहर इन्वेस्टमेंट्स एण्ड होल्डिंग्स.....
...लिमिटेड.....

कम्पनी अधिनियम, 1956 (1956 का 1) के अधीन नियमित की गई है और यह कम्पनी परिसीमित है।

I hereby certify that.....GULMOHAR INVESTMENTS AND HOLDINGS.....
...LIMITED.....

is this day incorporated under the Companies Act, 1956 [No. 1 of 1956] and that the Company
is limited.

मेरे हस्ताक्षर से आज ता०..... 9 आषाढ, 1904को दिया गया।

Given under my hand at.....NEW DELHI.....this.....THIRTIETH.....
day of.....JUNE.....One thousand nine hundred and.....EIGHTY-TWO.....



Sd/-
(सूरज कपूर)
कम्पनी रजिस्ट्रार
Sooraj Kapoor
Registrar of Companies
DELHI & HARYANA

Co. No. 13956



Certificate for Commencement of Business

व्यापार प्रारंभ करने का प्रमाण-पत्र

Pursuant of section 149 (3) of the Companies Act, 1956

कम्पनी अधिनियम १९५६ की धारा १४९ (३) के अनुसरण में

I hereby certify that theGULMOHAR INVESTMENTS AND HOLDINGS LIMITED.....

में एतद द्वारा प्रमाणित करता हूँ कि गुलमोहर इन्वैस्टमेंट्स एण्ड होल्डिंग्स लिमिटेड

which was incorporated under the Companies Act, 1956 on

जो कि कम्पनी अधिनियम, १९५६ के अन्तर्गत पंजीकृत की गई थी दिनांक 9 अगस्त, 1904

the.....THIRTIETH.....day of.....JUNE.....1982.....

and which has filed a duly verified declaration in the

और जिस ने कि आय निर्धारित प्रपत्र में सत्यापित घोषणा पत्र प्रस्तुत

prescribed form that the conditions of section

कर दिया है कि उस ने धारा १४९ (२) (क) से (ग) तक

149 (2) (a) to (c) of the said Act, have been complied with, is entitled

की सभी शर्तों का अनुपालन कर दिया है, अतः व्यापार प्रारंभ करने की

to commence business.

अधिकारी है।

Given under my hand at.....NEW DELHI.....

मेरे हस्ताक्षर से आज दिनांक 6 अगस्त 1904

this.....TWENTY-EIGHTH.....day of.....JULY.....

One thousand nine hundred and.....EIGHTY-TWO.....

को जारी किया गया।



Sd/-

(SOORAJ KAPOOR)

Registrar of Companies

कम्पनी रजिस्ट्रार

दिल्ली एवं हरियाणा

THE COMPANIES ACT, 2013
(Incorporated under the Companies Act, 1956)

(PUBLIC COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION

Of

***GOALPOST INDUSTRIES LIMITED**

- I. The Name of the company is ***GOALPOST INDUSTRIES LIMITED**.
- II. The Registered Office of the company will be situated in the **Union Territory of Delhi**.
- III. The objects for which the company is established are:

**** (A) MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION :-**

1. To carry on the business of trading includes buying, selling, reselling, importing, exporting, transporting, trading, dealing in any manner whatsoever in all types of goods, commodities and other related materials on retail as well as on wholesale basis in India or elsewhere.

2. To carry on the business to invest in and acquire / dispose and hold shares, stocks, debentures , debentures stock , bonds for the purpose of above object.

3. To carry on business to deal and trade in iron & steels, Tin Plates, scraps and /or its peripherals, gold, silver, diamonds, precious stones , coal , lime stone, aluminium, titanium, chrome, copper ,gypsum, lead, nickel ,sulphur, tin, zinc, steel, bauxite, textile, cloths, tupperware, yarn, fabric or any other minerals and metal related materials.

4. To carry on the business as exhibitors and to undertake the necessary activities to promote trade of goods, commodities, material, metals, bullion manufactured/dealt with/ traded by the company.

5. To act as broker , trader, agent, C& F agent, shipper, commission agent, distributor, representative, franchiser, consultant, collaborator, stockist, liasioner, job worker, export house of goods, merchandise and services of all grades, specifications, descriptions, applications, modalities, fashions, including by-products, spares or accessories thereof, on retail as well as on wholesale basis.

6. The company may engage in any lawful activity as may be permitted by the law of the land for the time being in force.

***Altered with the approval of shareholders/members in the EGM held on 15.04.2022 and subject to the approval of Central Government/ Registrar of Companies.**

****Altered with the approval of shareholders/members in the EGM held on 15.04.2022 and it is subject to the approval of Registrar of Companies.**


PAWAN KUMAR MITTAL
(Director)

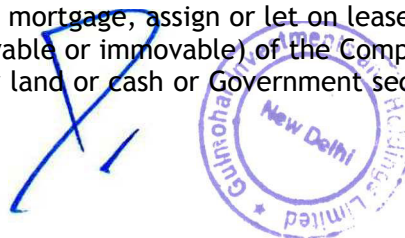
DIN:00749265

ADD: I-19, Sai Appt. Sector 13,
Rohini, New Delhi, India, 110085



(B) Matter Which are Necessary For Furtherance of the Object Specified in Clause 3(A) are:

1. To draw, make, accept, endorse, discount, execute, issue, negotiate, assign and otherwise deal in cheques, drafts, bills of exchange, promissory notes, hundies, debentures, bonds, bills of lading, railway receipts, warrants and all other negotiable or transferable instruments.
2. To guarantee the payment of moneys secured by or payable under or in respect of promissory notes, bonds, debenture - stock, contracts, mortgages, charges, obligations, instruments and securities of any company or of any authority, supreme, municipal, local or otherwise or of any person, whatsoever whether incorporated or not and generally to guarantee or become surety for the performance of any contract or obligation.
3. To Promote or form any Company or Companies for the purpose of acquiring all or any of the property, rights and liabilities of the Company or undertaking any business or operations or for any other purpose which may appear likely, to assist or benefit the Company or to acquire and undertake the whole or any part of the business, property and liabilities of other persons, firms or companies by paying or contributing towards the preliminary expenses thereof or providing the whole or part of the capital or by taking shares therein or by lending money or by any other manner.
4. To enter into partnership or into any arrangement for sharing or pooling profits, amalgamation, union of interest, co-operation, joint venture, reciprocal concession or otherwise with any person, firm, company or Government 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 and to lend money, to guarantee the contracts of or otherwise assist any such person or Company, and to take or otherwise acquire shares and securities of and to subsidise or otherwise deal with the same.
5. To issue shares and debentures of the Company at par or at premium or at discount, however, subject to the provisions of the Companies Act, 1956.
6. Subject to the provision of Section 292 and 293 of the Companies Act, 1956, to borrow or raise or secure the payment of money from any Bank or Banks or any other person, firm institution or body whether incorporated or not, for the purpose of the Company's business in such manner and on such terms and with such rights, power and privileges as the Company may think fit and in particular by issue of shares or upon debentures, bonds, obligations, deposits, notes and securities of all kinds and to frame, constitute and secure the same, as may seem expedient, with power to make the same transferable by delivery, or by instrument of transfer or otherwise and either perpetual or terminable and either redeemable or otherwise and to charge or secure the same by trust deed or otherwise on the undertaking of the Company, or upon any specific property and rights present and future, of the Company or otherwise whatsoever and collaterally or further to secure any securities of the Company by a trust deed or other assurance.
7. To amalgamate with any other Company having objects altogether or in part similar to those of this Company.
8. To purchase, take on lease or in exchange, hire, or otherwise, acquire any real or personal property, and any rights or privileges, which the Company, may think necessary or convenient for the purpose of its business and in particular any land, buildings, structures, estates, easements, machinery, plants, and stock-in trade.
9. To exchange, sell, convert, mortgage, assign or let on lease or leases the whole or any part of the property (whether movable or immovable) of the Company and to accept as consideration for or in lieu thereof other land or cash or Government securities or securities guaranteed by



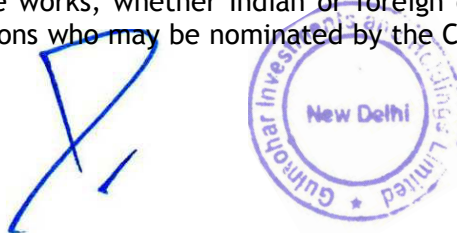
the Republic of India or Provisional or other Government or Municipal, port trust, Railway or other authority, or shares, debentures, stock, bonds or securities of any other Joint Stock Company or Companies or partly the one and partly the other or such other securities as may be determined by the company and to take back or reacquire any property so disposed off by re-purchasing or leasing the same for such price or prices and on such terms and conditions as the Company may think fit.

10. To acquire or undertake the whole or any part of the business property and liabilities of any person or company or any business which the company is authorised to carry on or to acquire possession of property suitable for the purposes of this Company and to pay for the same by shares, debentures, cash or otherwise.
11. To employ engineers, contractors, managers, canvassers, agents and other persons and to establish and maintain agencies or branches in any part of the Republic of India or in any foreign land for the purpose of the Company and to discharge and to discontinue the same.
12. To employ experts to investigate and examine into the conditions, prospects, value, character and circumstances of any business, concerns and undertakings and generally of any assets, property or rights.
13. To give to any officer, servant or employee of the Company any share or interest in the profits of the Company's business or any branch thereof and whether or not carried on by means or through the agency of any subsidiary company or not and for that purpose to enter into any arrangements as the company may think fit.
14. To 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 favour of the Company.
15. To train or pay for the training in India or abroad of any of the Company's employees or any other person in the interest of the Company.
16. To open account or accounts with any individual, firm or Company or with any Bank or Banks or Bankers or shroffs and to pay into and to withdraw money from such account or accounts.
17. 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 such Government or Authority any rights, privileges and concessions which the Company may think fit or desirable to obtain and to carry out, exercise, and comply with any such arrangements, rights, privileges and concessions.
18. 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.
19. To establish and maintain agencies, branches, places and local registers to procure registration or recognition of the Company 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 and privileges in any part of the world as are possessed by local Companies or partnership or as may thought desirable.
20. To sell, improve, manage, develop, exchange, lease, mortgage, dispose of, turn to account, or otherwise deal with all or any part of the property and rights of the Company.
21. To accept expedition and commission and to employ and remunerate experts or other agents



connected therewith with a view to secure any of the objects of the Company.

22. Subject to the provisions of Section 293A of the Act, to make donations to such persons or institutions and in such cases and either of cash or any other assets as may be thought directly or indirectly conducive to any of the Company's objects or otherwise expedient and in particular to remunerate any person or corporation introducing business to this Company and to subscribe or guarantee money for charitable or benevolent objects or for any exhibition or for any public general or other objects and to establish and support or aid in the establishment and support of associations, institutions, funds, trust and conveniences for the benefits of the employees or ex-employees or for persons having dealings with the Company or the dependants relatives or connections of such persons and in particular friendly or other benefit societies and to grant pensions, allowances, gratuities and bonuses either by way of annual payment or lump sums, and to make payments towards insurance, and to form and contribute to provident and benefit funds for such persons.
23. To obtain any provisional order or act of legislature for enabling the Company to carry any of its objects into effect, or for effecting any modification of the Company's constitution or for any other purpose which may seem expedient and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interests.
24. To apply or jointly apply to any parliament, Government, Local Improvement Trust or other authority or body, Municipal, Local or otherwise in Republic of India, or foreign countries, for and to obtain or in any way assist in obtaining any Act or Parliament Laws, decrees, concessions, orders, rights or privileges or advantages that may seem conducive to the objects of this or any other Company or for enabling this or any other Company's Constitution to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the interests of any or any other Company to be legalised, registered, or incorporated if necessary in accordance with the laws of any country, state or place in which it may propose to carry on operations to establish and maintain any agencies of the Company and to open and keep a colonial or a foreign register of this or any other Company in any foreign country, and to allocate any number of these or any other shares in this or any other Company to such register or registers.
25. To pay out of the funds of the Company all expenses of and incidental to the formation, registration, and establishment of this Company.
26. To create any reserve fund, sinking fund, insurance fund or any other special fund whether for depreciation or for repairing, insuring, improving extending, or maintaining any of the property of the Company or for any other purpose conducive to the interests of the Company.
27. To enter into arrangement for rendering and obtaining technical services and/or technical collaboration and/or financial collaboration whether by way of loans or capital participation with individuals, firms or body corporates, whether in or outside India for any of the business of the Company.
28. To take or to concur in taking all such steps and proceedings as may seem best calculated to uphold and support the credit of the Company and to obtain and justify public confidence.
29. To do all or any of the above things in any part of the world either as principals, agents, contractors, trustees or otherwise and either by or through agents, trustees, sub-contractors or otherwise and either alone or in conjunction with others and to allow any property to remain outstanding in such agents or trustees and also to become surety for the due execution contractors, of the works, whether Indian or foreign contracted for by them and indemnify any person or persons who may be nominated by the Company to undertake surety or such suretyship.




30. To undertake and execute any trusts either gratuitously or otherwise.
31. Subject to the provisions of the Gift Tax Act, 1958, and statutory amendments thereof the Company has power to make and receive gifts either in cash or other movable or immovable properties.
32. To provide for the welfare of the employees, ex-employees, directors and ex-directors of the Company or its predecessors in business or the family members, dependents or connections of such persons by building or contributing to the building of houses, dwelling or quarters or by grants or money, pensions, gratuities, allowances, payment towards insurance, houses, profit sharing bonuses or benefits or any other payments or establishing, supporting of from time to time subscribing or contributing or aiding in the establishment and support of associations, institutions funds including provident funds, trusts, profit sharing or other schemes and conveniences and by providing or subscribing or contributing towards the places of instruction and recreation, hospitals and dispensaries, medical and other attendances as the Company shall think fit.
33. To subscribe to become a member of, subsidise and co-operate with any other association, whether incorporated or not, whose objects are altogether or in part similar to those of the Company and to procure from and communicate to any such association, such information as may be likely to promote the objects of the Company.
34. To pay legally any premiums or salaries and to pay for any property right or privileges acquired by the Company or for services rendered or to be rendered in connection with the promotion, formation of or the business of the Company or for services rendered or to be rendered by any persons, firms or body corporate in issuing or placing or assisting to issue/ place or guaranteeing the placing or issuing of any of the shares of the Company or any debentures, or other securities of the Company or otherwise either wholly or partly in cash or in shares, bonds, debentures or other securities of the company and to issue any such shares either as fully paid up or with such amount credited as paid up thereon as may be agreed upon and to charge any such bonds, debentures or other securities upon all or any part of the property of the Company.
35. To take into consideration and to approve and confirm all acts, deeds or things that may be done or entered into with any person, firm or body corporate by the promoters of the Company and further to enter into any arrangement, agreement or contract with the promoters and to reimburse them from for all costs and expenses that may be incurred by them in or in connection with the formation or promotion of the Company.
36. To support, donate, contribute, subscribe, to give and to pay in cash or in kind for any purpose to any individual or body of individuals and also to contribute, donate and subscribe to any charitable, religious, educational or other public institutions, trusts, funds, clubs, societies or individuals or body of individuals subject to the provisions of Section 293A of the Companies Act, 1956, but not intended to serve any political cause or purpose.
37. To appropriate, use or lay out land belonging to the Company for streets, parks, pleasure grounds, allotments and other conveniences and to present any such land so laid out to the public or to any persons or Company conditionally or unconditionally as the Company thinks fit.
38. To purchase, acquire, lease or sub-lease or by way of licence or usufructuary, English or other necessary mortgage or in exchange or as a donee or in any other lawful manner whatsoever, lands, buildings, structure open place, surface, rights or other premises for the purposes of the Company/employees/directors.



55. To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.

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. 10,50,00,000 (Rupees Ten Crore Fifty Lakh Only) divided into 1,05,00,000 (One Crore Five Lakh) Equity Shares of Rs. 10 (Rupees Ten only) each, with the power to increase or reduce the Capital of the Company and divide the shares in the Capital for the time being into several classes and attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company for the time being and to determine, vary, modify, amalgamate or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Companies Act, 2013 or by the Articles of Association of the Company for the time being.



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 opposite our respective names:

Name, description , occupation and addresses of each subscriber	Number of and type of subscribed shares	Signature of Subscriber	Name , address description, occupation and Signature of Witness or witnesses
1. Surender Singh Surana S/o P. S. Surana E-125, Masjid Moth, New Delhi Chartered Accountant	Ten Equity	Sd/-	I witness the signatures of the subscribers, Sd/- (Suresh Chand) S/o Sh. Gian Chand 6-Todar Mal Lane, Bengali Market, New Delhi-110001 (Chartered Accountant)
2. Krishna Kumar Fatehpuria S/o late J.N. Fatehpuria B-101, Gulmohar Park, New Delhi Business Executive	Ten Equity	Sd/-	
3. Anil K. Jain S/o Sh. Nand Lal Jain 63, Jain Temple Building, Raja Bazar, New Delhi Service	Ten Equity	Sd/-	
4. Anand Prakash Gupta S/o Sh. Ram Gopal Gupta 2496, Dharampura, Delhi-110006 Service	Ten Equity	Sd/-	
5. Neeraj Kumar Aggarwal S/o Sh. L.N. Aggarwal X/3350, Lane No. 1, R.P. No. 2, Gandhi Nagar, Delhi-110031 Service	Ten Equity	Sd/-	
6. Vinod Kumar Agrawal S/o Sh. B.D. Agrawal 40/22, Gautam Nagar, New Delhi-49 Service	Ten Equity	Sd/-	
7. Ram Awatar Kila S/o. Sh. B.L. kila 40/22, Gautam Nagar, New Delhi-49 Service	Ten Equity	Sd/-	
	70(Seventy Equity Shares)		

Place: New Delhi

Dated 19th day of June, 1982

