

*****TABLE - A**

THE COMPANIES ACT, 2013

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

SUREFLO TECHCON LIMITED

- 1st. ******The name of the Company is SUREFLO TECHCON LIMITED**
- 2nd. **The Registered office of the Company will be situated in the state of Maharashtra**
- 3rd. ******(a) The Objects to be pursued by the Company on its incorporation are**
1. To carry on in India or abroad the business of manufacture, deal, erect, supply, service, installation and commissioning of engineered systems and related activities like fabrication of equipment for filtration, separation, seration and any other related technologies like membrane filtration, belt press filters, filter press, oil filtration, skimmers, descalers both non chemical solutions and chemical solutions, automatic filtration systems, sewage treatment, waste water treatment, grey water recycling, effluent treatment, sanitation and to keep the environment neat and clean and to construct, establish, promote undertake, own, obtain, operate, manage, run, maintain and to run water treatment and & waste water treatment plants and the state of art technology for any of the related activities and to treat waste water and effluent from various industries and make it potable and within acceptable limits of the environment or Pollution Control Boards and to maintain ecology and good environment and to enter in to and execute contracts for engineering, procurement and construction (EPC) relating to any kind of water treatment or otherwise to provide complete solutions to water treatment systems and to carry out environmental impact assessment studies, pollution engineering, consultancy for specialized technologies the company shall also be engaged in undertaking turnkey projects, civil constructions, electrical & instrumental contracts, mechanical fabrication at site/in-house, Laying of pipe lines, sewer network, along with operation and maintenance contracts.



2. To design, develop, and manufacture, innovative dewatering equipment, including decanters, multi-screw presses, and filter presses, (patent pending) remote-controlled amphibious robotic units with buoyancy control, for oil spill reclamation, as well as custom-built robots for advanced applications, particularly for the rehabilitation and cleaning of ponds, lakes, rivers, and other water bodies, user-friendly retrievable diffused aeration systems with associated piping and lifting cranes, and to provide environmental auditing services using Information of Technology and AI sensing technologies.
3. To design, develop, manufacture, establish cutting-edge waste-to-wealth technologies for solid and liquid waste treatment, including unique microwave and incineration heating techniques, pyrolysis plants for handling waste tyres, plastics, and other materials, and processes for converting waste fish into protein meal and fish oil, as well as organic waste into biochar and implement technologies that adhere to net-zero pollution standards, ensuring a sustainable and eco-friendly future.
4. To design, manufacture, and supply air filtration systems with specialty coatings aimed at reducing pollution in urban and industrial environments, ensuring improved air quality and better health. To promote and supply renewable energy technologies, including high-efficiency solar, tidal, and wind power systems. To manufacture regenerative media filters as a more efficient and compact alternative to conventional pressure sand filters.
5. To design, manufacture, and supply of PVC pipes, piping systems, and fittings in various plastic materials, and the extrusion of polyurethane and other polymer products for industrial applications, contributing to sustainable and environmentally friendly practices in multiple industries.
6. To design, develop and manufacture unique robotic systems for various other applications such as catalyst unloading, scale pit cleaning for steel plants, desilting of reservoirs where the latest floating solar panels are under installation or use, desilting of shallow water jetties and more such applications.
7. To develop and further optimize existing filtration technologies to provide finer filtration with least requirement of electricity and manpower for various applications

(b) Matters which are necessary for the furtherance of the objects specified in clause 3(a) are: -

8. To give advice and/ or offer, give take circulate and/or otherwise organize, accept or implement any takeover bids, mergers, amalgamations, acquisitions, diversification, rehabilitation or restructuring of any business, concern, undertaking, company, body corporate, partnership firm or any other association of persons

whether incorporated or not, by acquisition of shares or assets and liabilities, and whether as a going concern or as a part of the concern or otherwise as may be required having regard to business exigencies and to promote to procure incorporation, formatting or setting up of concerns and undertaking whether as company, body corporate, partnership or any other association of persons for engaging in any industrial commercial or business activities.

9. To enter into agreement, contract for undertaking or otherwise arranging for receiving, mailing or forwarding any circulars, notices, reports, brochures, materials, articles and things belonging to any company, corporation, firm, institution or person or persons by means of delivery by hand or otherwise.
10. To purchase, take on lease or license or in exchange , or hire or otherwise acquire any immovable or movable property, patents, licenses, rights or privileges which the company may think necessary or convenient for any business of the company and to develop and turn o account and deal with the same and in particular any land, tenements, buildings and basements in such manner as may be though expedient and to construct maintain and alter any immovable or movable property or works necessary or convenient for the purpose of the company and to pay for the same either in cash or in shares or securities or otherwise and to sell, let, lease or under lease or otherwise dispose of or grant right over any movable or immovable property belonging to the company, if not immediately required for the business of the company.
11. To pay for preliminary and pre-incorporation expenses of the company.
12. To purchase or otherwise acquire, erect, maintain or reconstruct any buildings offices, and other things found necessary for attaining the main objects of the company.
13. To guarantee the payment, unsecured or secured or payable under promissory notes, bond, debentures debenture-stock contracts, mortgages, charges, obligations, instruments and securities of any company or of any persons whosoever whether incorporated or not incorporated and generally to guarantee and become sureties for the performance of any contracts or obligation.
14. To borrow or raise money and secure 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 and movable property (present and future) and the uncalled capital of the company or by the creation an disuse, on such terms as may be though expedient, of debentures or debentures stock , perpetual or otherwise or other securities of any description , provided that the company shall not carry on banking business as defined in the Banking Regulation Act, 1949.

15. To discount, accept, collect Bills of exchange, Hundies, promissory notes, coupons, drafts, bills of lading, Railway Receipts, Warrants, debentures, Certificates, scripts and other instruments and securities whether transferable/ Negotiable or not.
16. To apply form, promote and obtain any order, directive instructions, regulations ordinance or other authorization or enactment of the central or any state government or any other authority for enabling the company to put any of its objects to effecting, for effecting any modification or change in any of company's business or constitution and to oppose any bills, proceedings, or applications which may seem to prejudice the company's business or interest.
17. To undertake and carry on any transaction or operation commonly undertaken or carried on which may seem to the company capable of being conveniently carried on in connection with any of the objects of the company, or which may be thought calculated directly or indirectly to enhance the value of or render profitable, any of the company's property or rights.
18. To acquire by purchase or otherwise for the business of the company in India or elsewhere, any lands, factories, buildings, mills, plants, engines, machinery and other things found necessary and to procure registration, incorporation or recognition in any place in India or outside India, for the purpose of the Company.
19. To apply for acquire permits, licenses and quota rights from the Government of India or from State Governments or from foreign Governments, to import and export of goods/ services, instruments of all description including raw materials, finished products and processing materials connected with the activity of the Company.
20. To acquire and take over as a going concern by purchases of or on lease and to undertake, to carry on the whole or any part of the business together with goodwill and trade name, property, rights and liabilities of any person or persons, firm or any company carrying on any business which is within the objects of the company or which the company is authorized to carry on and to pay for the same by shares, debentures, debenture stock, bonds, cash or otherwise and to conduct and to carry on or liquidate and wind up such business.
21. To enter into contracts, agreements and arrangements with any other person, firm, company or body corporate for the carrying out by such other person, firm, company or body corporate on behalf of the Company or any of the objects for which the Company is formed.
22. To purchase, take on lease or in exchange, hire or otherwise acquire any immovable or movable properties or any rights or privileges which the Company may think necessary or convenient for the purpose of its business or may enhance the value of any other property of the Company.

23. To acquire shares, stocks, debentures, debentures-stocks, bonds, obligations or securities by original subscription, tender, purchase, exchange or otherwise and to subscribe for the same conditionally or otherwise and to guarantee the subscription thereof and to exercise and enforce all rights and powers conferred by or incidental to the ownership thereof.
24. To sell, lease, mortgage or otherwise dispose of the property, assets or undertaking of the Company or any part thereof for such consideration as the Company may think fit, and in particular for shares, stocks, debentures or other securities of any other company whether or not having objects altogether or in part similar to those of the Company.
25. To lend money with or without security and to make advances upon, hold in trust, issue, buy, sell or otherwise acquire or dispose of on commission or otherwise, any of the securities or investments.
26. To subscribe, donate, fit guarantee moneys to charitable, benevolent, religious, scientific institutions and objects which shall have any moral or other claim to support or aid by the Company, whether by reason of locality of operation of the Company or the public general utility of the same.
27. To subsidize or to contribute to or otherwise assist or guarantee or donate money to public purposes, funds and institutions which in the opinion of the Board of Directors, are likely to promote the interest of the business of the Company or the public general utility of the same.
28. To draw, accept, make and to endorse, discount and negotiate promissory notes, hundies, bills of exchange, bills of lading and other negotiable or transferable instruments.
29. To provide for the welfare of employees or ex-employees of the Company and the wives and families or the dependants or connections of such persons by building or contributing to the building or house or dwellings, or by grants of money as pensions, allowance, bonus or other payments or by creating and from time to time, subscribing or contributing to Provident and other Fund associations, institutions or trusts and by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries for medical and other attendance and assistance as the Company shall deem fit.
30. Subject to the provisions of the Companies Act, 2013 and Rules there under and direction of RBI, to borrow or raise or secure the payment of money or to receive money and deposits as time deposits or otherwise at interest for any purpose of the Company and at such time or times and in such manner as may be thought fit and in particular by the creation and issue of debenture or debenture stock,

bonds, shares, credited as fully or partly paid-up, obligations, mortgages, charges and securities of all kind either perpetual or otherwise, redeemable annuities and in and as and by way of securities for any such money so borrowed, raised or received or of any such debentures or debenture-stock, bonds, obligations, mortgages, charges and securities of all kind so issued on mortgage, pledge or on charge of the undertaking or whole or any part of the property, rights, assets or revenue and profits of the Company present or future, including its uncalled capital or otherwise however by trust and special assignment or otherwise or to transfer or convey the same absolutely or in trust and to give lenders powers as may seem expedient and to purchase, redeem or pay off any such securities. The Company shall not carry on the business of banking as defined by the Banking Regulation Act, 1949.

31. To indemnify officers, directors, agents and servants of the Company against proceedings, costs, damages, claims and demands in respect of anything done or ordered to be done by them for and in the interest of the Company or any loss, damage or misfortune whatever which shall happen in the execution of the duties of their office or relation thereto.
32. To aid peculiarly or otherwise, any association, body or movement having an object to solution, settlement or surmounting of industrial or labour problems or troubles or the promotion of industry or trade.
33. To enter into any arrangements with any Government or authority supreme, municipal, local or otherwise or any person or company that may be conducive to the Company's objects or any of them, and to obtain from any such Government, authority, person or company, any rights, privileges, charters, contracts, licenses and concessions, which the Company may think fit and desirable to obtain and to carry out, exercise and comply there with the same.
34. To apply for purchase or otherwise acquire and protect and renew in any part of the world, and patents, patent rights, brevets de 'invention, trademarks, designs, licenses, concessions and the like conferring any exclusive or non-exclusive or limited right to their use or any secret or other information as to the purposes of the Company, and to use, exercise, develop or grant licenses in respect thereof or otherwise turn to account the property, rights or information so acquired and to expend the money in experimenting upon, testing or improving any such patents, inventions or rights.
35. To open a bank account of all nature including an overdraft account and to operate the same and to draw, make accept, endorse, discount, execute and issue cheques, promissory notes, bills of exchange, bill of lading, warrants, debentures and other negotiable or transferable instruments and to deal with all documents mercantile or otherwise in the ordinary course of business.

36. To insure the whole or any part of the property of the Company either fully or partially to protect and indemnify the Company from liability or loss in any respect either fully or partially and also to protect and indemnify and part or portion thereof either on mutual principal or otherwise.
37. To nominate Directors or managers of any subsidiary company or of any other company in which this Company is or may be interested.
38. To take part in the management, supervision and conduct of the business or operations of any company having similar business partnership or undertaking and for that purpose to appoint and remunerate the Directors, Trustees, Accountants or other experts or agents.
39. To sell, lease, grant licenses, easements and other rights over and in any other manner deal with or without dispose of the undertaking, property, assets, rights and effects of the Company or any part thereof, for such consideration as the Company may think fit, and in particular for shares, stocks, debentures, debenture bonds or securities of any other company.
40. To purchase or acquire the goodwill or any interest in any business of a similar nature or kind character to or with those of this Company and to amalgamate in whole or in part or effect any other arrangement with other Companies, partnership or persons.
41. To alienate, transfer, gift, sell, donate, settle or dispose of any property of the Company with or without consideration to any person including any trust, whether public or private, discretionary in specific, either by revocable or irrevocable transfer or settlement and upon such terms and conditions as the Board of Directors may deem fit.
42. To accept donations, gifts, with or without any conditions, restrictions, obligations, stipulations and liabilities as are not derogative to provisions of any law.
43. To carry out in any part of the world all or any part of the foregoing objects as principals, agents, factors, trustees, contractors or otherwise, either alone or in conjunction with any person, firm, association, corporate body, municipality, province, state body or government or colony or dependency thereof.
44. To undertake, carry out, lay out, promote, sponsor or assist in any activity, project for rural development including any programme for promoting the social and economic welfare of the people in any rural area irrespective of whether the Company has any business dealings in such areas or not, and to incur any expenditure or use any of the assets and facilities of the Company on any programme of rural development and to assist execution an promotion thereof either directly or in association with any other company or persons or

organizations or through an independent agency or in any manner in order to implement any of the projects programmes of rural development, transfer without consideration or at such fair or concessional value and subject to the provisions of the Companies Act, 2013 divert the ownership of the property of the Company to or in favour of any public or local body, authority, Central or State Government or any Public Institution or Trust or Fund.

45. To exercise and enforce all rights and powers conferred by or incidental to the ownership of any such shares, stocks, obligations or other security including without prejudice to the generality of the foregoing, all such powers to vote or control as may be conferred by virtue of the holdings by the Company of such special proportion of the issued or nominal amount thereof and to provide executives supervisory and consultancy services or in relation to any company on such terms as be thought fit.
46. To act as trustee, Professional trustee, debenture trustees and to accept the confidence on trust with or without remuneration, compensation or profits.
47. To purchase or otherwise acquire, sell, dispose of concerns and undertakings, mortgages, charges, annuities for certain period or on deferred basis, patents, licenses, securities, concessions, options, policies, book debts and claims and any interest in real or personal property and any claims against such property or against any person or company and to carry on any business in the concern or undertaking so acquired.
48. To collect rents and debts and to negotiate loans, to find investments and to issue and pledge shares, stocks, debentures, debenture-stock or other securities.
49. To create any depreciation, Reserve Fund, Insurance Fund or any other Special Fund, whether for repairing, improving, extending or maintaining any of the property of the Company or for any purpose conducive to the interests of the Company.
50. To engage in or carry on the business of manufacturing , producing, fabricating, developing, designing, assembling, repairing, marketing, distributing, hiring, supplying, installing, and otherwise dealing in general and special purpose computers, all types and description of computer hardware and software , computer ancillaries, peripherals and parts thereof, multimedia system, telecommunication equipment and ancillaries, peripherals and part thereof, multimedia systems, telecommunication equipments, security systems, and ancillary equipments and peripherals and other electronic machines, including but not limited to office automation systems.
51. To carry on business as Builders, Developers, Contractors, Civil Contractors, Architects, Designers, Estate Agent, or to purchase, sell,

acquire, deal in lands, properties, real estates or to take on lease or otherwise own, hold, occupy, manage, control, let out, rent out, lay out, transfer, mortgage, change, assign, hire, sub-lease or otherwise dispose of real estates, properties, lands, buildings, structure or to construct, repair, improve, renovate, residential or office premises, shopping Centre, gala, road, bridge, commercial places, complex, colonies, markets, entertainment place, resort, holy & worship places, school, colleges, universities, canteens, refineries, industrial estate, godowns, factory, farmhouses, clubs, hotels and motels

52. To carry on business of mechanical, electrical and other engineering consultants, builders and contractor, iron makers, iron foundries metal foundries, steel makers, metal pressures, metal rollers, metal workers, metal converters, steel plate makers, manufacturers of various kinds of metal and other utensils, apparatus and equipments and manufactures, exporters, importers and dealers in all types of description and to carry on all or any of the business of founders of all metals, ferrous welders, tube, pipe and tank makers, mill-wrights, machinists, metallurgists, welders, tube, pipe and tank makers, platers, electro-plasters of all substances, vulcanisers, fitters, carriers and contractors and to buy, sell, manufacture, repair, convert, alter, let on the hire and deal in machinery, machines, implements, tools, rolling, stocks, hardwares, minerals and metals.
53. To carry on the business as weavers or otherwise manufacturers, buyers, sellers, importers, exporters and dealers of silk, art silk, synthetic, woolen and cotton fabrics and other fibrous products including dressing and furnishing materials, uniforms, readymade garments, carpets and carpet backing, blankets padding knitted goods. woven bags, hosiery gloves, yarn and sewing thread and, To carry on the business of packing, grading, crimping, twisting, texturing, bleaching dyeing, printing, mercerizing or otherwise processing yarn, cloth, carpets, blankets and other textile goods, whether made from cotton, jute, wool, silk, art silk, synthetic and other fibers or blends thereof
54. To carry on business activities as manufacturers, producers, dealers, importers, exporters of all kinds of industrial and engineering consumables, circuit breakers, hoists, elevators, air compressors, welding machines, transformers, couples, valves, fittings, flings, bellows, fasteners, machineries, pumps, parts, spares, cables and other related items.
55. To carry on business of trading, and to act as traders, dealers, wholesalers, retailers, distributors, agents, sub-agents, representatives, marketing, exporters, importers, processors, merchants, stockists, buyers, sellers, broker, commission agents, entitlement negotiators, and for that purpose buy, sell, exchange, store, market, pledge, distribute or otherwise deal in timbers, decoratives, commercial laminates, veneers, sanmica, plywood, furnitures, hardboards, fire wood, chemicals, pharmaceuticals, electric, electronics components, equipments and articles,

readymade garments, textile yarn, cloths, leather and leather products, house hold appliances, ferrous and ferrous metals, jewellery, building construction materials, marble and granites, engineering machinery and spare parts, agriculture products, agriculture machines and accessories, irrigation machines and accessories, oilseeds, food grains, cereals, fresh vegetables, fruits, flowers, drugs, plastic and rubber moulded and extruded products, steel and iron steel, aluminum, brass, tin, nickel, special steel, plastic, raw materials, stationery items, gift and variety articles, paper and paper products, dairy products, soaps and fiber glass and glass products, forest and non-forest wood and ply and other general merchandise items, fabricator.

56. To carry on business as merchants, traders, buying and selling agents, importers, exporters and dealers in goods, produce, articles and merchandise of every description.
57. To carry on and undertake the business of equipment leasing, including import leasing and including import leasing and to give on lease or on leave and license basis or in any other manner all types of equipments property and assets including all kinds of goods, articles or things including vehicles, ships trawlers vessels aircrafts aero planes flying machines, office equipments computer satellites and any other capital equipment whether moveable or immoveable.
58. To carry on the business of buyers, sellers, importers, exporters, distributors, stockiest, agents or otherwise dealers in stones, packing materials. all kinds of metals, whether ferrous or non-ferrous, all kind of chemicals, all kinds of industrial and agricultural products whatsoever, all kinds of agricultural, industrial, scientific, implements tools, apparatus, machineries and their accessories and manufacture. Process, buy, sell, import, export or otherwise deal in such products their raw materials, machines, stores, packing materials and by-products.
59. To plant, grow, cultivate, produce and raise, purchase, sell and deal in sugarcane, paddy, flowers, oilseeds, food products, coconuts, pulses, cereals, plants, trees, crops, and natural products of any kind whatsoever or carry on such other work or business, as may be proper or necessary to be carried in connection with the above or any of them.

4th.

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.

*******5th**

The share capital of the company is 140000000 rupees, divided into 13062500 Equity Shares of 10 Rupees each and 937500 Preference Shares of 10 Rupees each.

*Increased from Rs. 1.00 lac to Rs.50.00 lacs vide resolution passed at the A.G.M held on 30.09.15

*Increased from Rs. 50.00 lac to Rs.120.00 lacs vide resolution passed at the EOGM held on 10.08.16

*Increased from Rs. 120.00 lac to Rs.340.00 lacs vide resolution passed at the EOGM held on 31.03.2018

*** The Memorandum of Association has been adopted in accordance with Table A of the Companies Act, replacing the previous Memorandum of Association under the Companies Act, 1956, vide resolution passed at the Extraordinary General Meeting (EOGM) held on 11th December 2024.

**** Altered and inserted vide special resolution passed in the Extra-Ordinary General Meeting of members of the Company held on 11th December 2024.

***** Conversion of the Company from Private Limited to Public Limited subject to the approval of the relevant statutory authorities, following the passing of a Special Resolution at the Extraordinary General Meeting (EOGM) held on 11th December 2024.

***** Altered and inserted vide Ordinary resolution passed in the Extra-Ordinary General Meeting of members of the Company held on 18th February 2025.

***** Altered and inserted vide Ordinary resolution passed in the Extra-Ordinary General Meeting of members of the Company held on 18th June 2025.



We, the several persons whose names and addresses are subscribers 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 names.

Name, Address, Descriptions Occupations and signatures Subscribers	No. of Shares taken by each subscriber	Name, Address, Description, Occupation and signatures of witnesses
<p>Sd/-</p> <p>1) SUDHIR GUPTA S/o. Shivnarayan Gupta</p> <p>172/1, Kawal Niketan, Sher-E-Punjab, Mahakali Caves Road, Andheri (East) Mumbai 400093</p> <p>Occ: Business</p>	500 Equity Shares (five hundred)	<p>Witness to subscriber 1 to 2 Sd/-</p> <p>A. DIVAKARA SHETTY S/o. C. Shankara Shetty Flat No 501, Building No 2E, Janhavi CHS Ltd., New Dindoshi MHADA Colony, Film City Road, Malad (East) Mumbai 400 097. Occ: Business</p>
<p>Sd/-</p> <p>2) SOHAIL GUPTA S/o. Sudhir Gupta</p> <p>172/1, Kawal Niketan, Sher-E-Punjab, Mahakali Caves Road, Andheri (East) Mumbai 400093</p> <p>Occ: Business</p>	9500 Equity Shares (Nine Thousand Five hundred)	
	10000 Equity Shares (Ten Thousand)	

Place : Mumbai
Dated : 8th March, 2013

