

**THE COMPANIES ACT, 2013**  
**(COMPANY LIMITED BY SHARES)**  
**MEMORANDUM OF ASSOCIATION**  
**OF**  
**SADBHAV FUTURETECH LIMITED\***

- I. The Name of the Company is SADBHAV FUTURETECH LIMITED. \*
- II. The Registered office of the Company will be situated in the State of HARYANA \*\*,
- 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 as principals or agents, in India and overseas markets, business activities related to generation, transmission, distribution, supervision and control of non-conventional energy, water management, solar and geothermal systems, heat energy, including management contracts, AMC, conducting repairs, approaching government and other statutory bodies for approvals for the entire system for self or on behalf of customers, to buy, sell, import, export, manufacture, produce or otherwise deal in non-conventional energy producing systems or devices such as solar cells, batteries, floaters, hydrogen related business including electrogenesis panels of all types including solar PV, solar thermal, geothermal, biogas, biomass, wind energy and to act as systems integrator for projects including planning, assembly, supply, erection, commissioning, testing, troubleshooting, repair and servicing etc.
    2. To manufacture, Design, Supply, Install, Maintain, process, buy, sell, exchange, alter, improve, import or export or otherwise deal in all kinds of Solar Rooftop Power plants, Ground Mounted Megawatt scale power plants, Solar Street Lights, Solar Home Lights, Solar Pump sets, Solar lanterns and all other Solar Products, electronic items used for Solar applications, electrical appliances, biomass pellets, briquettes and furnaces, energy producing or energy storing or energy saving devices, solar energy products, gadgets and components for industrial, business and household applications and specialized equipment's required for Defense, Railways, telecommunication departments, civil aviation and banks or any private/public sectors, on Outright sale, Build- operate- Transfer (BOT), Build-Own-Operate-Transfer (BOOT) or any other basis deemed suitable between Buyer and Seller. To distribute supply and sell power to utilities and users using the power generated by the Solar Power and Rooftop Solar Power Plant, Solar Products including electronic items to be used for Solar applications, selling biomass pellets, briquettes and furnaces.

*\*The name of the company is changed pursuant to the Special Resolution passed at the extra-ordinary general meeting of the Company held on 16.06.2020.*

*#The main object of the company is amended pursuant to the Special Resolution passed at the extra-ordinary general meeting of the Company held on 16.06.2020.*

*\* The Status of the Company was changed from private limited company to public limited company pursuant to the Special Resolution passed at the extra-ordinary general meeting of the Company held on 11.09.2024.*

*\*\* The Situation clauses is hereby altered pursuant to the Ordinary Resolution passed at extra- ordinary general meeting of the Company held on 23rd January 2026*

*§ The main object of the company is amended pursuant to the Special Resolution passed at the extra-ordinary general meeting of the Company held on March 05, 2026*

3. To do the business, in India as well as overseas, of consultants, advisors, auctioneers for all type of Solar Energy Plants and to undertake research and development in the fields of solar energy or other non-conventional energy and other allied fields and to be a consultant, developer, and undertake Engineering, Procurement and Commissioning of on-grid and off-grid Solar Plants, Products and Services and to Design, Creation, Usage and Distribution of software to be used for servicing and maintaining the Solar Power plants and products.
4. To acquire concessions or subsidies or grants or licenses granted by or to enter into contracts with, the Government of India, any State Government, Municipal, Local Authority or other Statutory bodies, Companies or any other person for the development, erection, installation, establishment, construction, operation and maintenance of Solar Power Plants, and in this regard to promote, develop, manufacture, produce, own, acquire, set up, erect, build, install, commission, construct, establish, maintain, improve, manage, operate alter, control, take on hire / lease, carry out and run all necessary solar panels, Plants, equipment's, sub-stations, workshops, generators, transmission facilities, machinery, electrical equipment, accumulators, repair shops, wires, cables, lamps, fittings and apparatus in the capacity of principals, contractors, developers or otherwise and to deal, buy, sell and hire / lease all apparatus and things required for or used in connection with generation, distribution, supply, accumulation of Solar Energy or any other non- conventional energy. To carry all activities connected with Clean Development Mechanism (CDM), Carbon Trading, Renewable Energy Certificates (REC) Trading and any other such mechanism related to Renewable Energy and Energy Efficiency Business.

**(B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) ARE: -**

1. To purchase, 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 import, buy, exchange, alter, improve and manipulate in all kinds of equipment's, machinery, apparatus, tools and things necessary or convenient for carrying on the main business of the Company.
3. 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 favor of the Company.
4. To purchase, 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.
5. To undertake or promote scientific research relating to the main business or class of business of the Company.
6. To 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. The 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.

7. To negotiate and enter into agreements and contracts with Indian and foreign individuals, companies, corporations and such other organizations for technical, or any other such assistance for carrying out all or any of the main objects of the Company or for the purpose of activity research and development of manufacturing projects on the basis of know-how, or technical collaboration and necessary formulas and patent rights for furthering the main objects of the Company.
8. Subject to applicable sections of the Companies Act, 2013 and/or provisions of Chapter XV of Companies Act, 2013 to the extent applicable, to amalgamate with any other company of which all or any of their objects having similar to the objects of the Company in any manner whether with or without the liquidation.
9. 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.
10. To apply for, obtain, purchase or otherwise 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, licenses 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 in connection 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 licenses in respect thereof or otherwise deal with same and to spend money in experimenting upon testing or improving any such patents, inventions, right or concessions.
11. To apply for and obtain any order under any Act or Legislature, charter, privilege concession, license 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 the constitution 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.
12. 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, licenses and concessions which the Company may think desirable to obtain and to carry out, exercise and comply therewith.
13. To procure the Company to be registered or recognized 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.
14. To draw, make, accept, discount, execute and issue bills of exchange, promissory notes bills of landing, 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.
15. To advance money either with or without security, and to such persons and upon such terms and conditions as the Company may deem fit and also to deal with the money of the Company not immediately required.
16. To undertake and execute any trusts, the undertaking of which may seem to the Company

desirable, either gratuitously or otherwise.

17. To establish, or promote or concur in establishing or promote any company for the purpose of dealing all or any of the properties, rights and liabilities of the Company.
18. To sell, mortgage, exchange, grant licenses and other rights improve, manage, develop and dispose of undertakings, 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.
19. Subject to the Provisions of Section 66 of the Companies Act, 2013 to the extent applicable, to distribute among the members in special or otherwise any property of the Company or any proceeds of sale or disposal of any property of the Company in the event of winding up.
20. Subject to the Provisions of Section 185, 186 and other applicable sections of the Companies Act, 2013 and rules made thereunder, to give loans and make investment of the surplus funds of the company whether on short term or long term purpose.
21. 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 propose to acquire.
22. To accept gifts, bequests, devisers of any movable or immovable property or any right or interests therein from members or others.
23. To create any reserve fund, sinking fund, or any other such special funds whether for depreciation, repairing, improving, and research, extending or maintaining any of the properties of the Company or for any other such purpose conducive to the interest of the Company.
24. Subject to the provisions of Section 179, 181, 182 & 183 of the Companies Act, 2013 to subscribe contribute, gift or donate any money, rights or assets for any national educational, religious, charitable, scientific, public, general or usual objects or to make gifts of money or such other assets to any institutions, clubs, societies, associations, trusts, scientific research associations, funds, universities, college or any individual, body of individuals or bodies corporate.
25. 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 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 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.
26. 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.
27. To pay for any property or rights acquired by or for any services rendered to the Company and in particular to remunerate any person, firm or company introducing business to the company

either in cash or fully or partly-paid up shares with or without preferred or deferred rights in respect of dividend or repayment of capital or otherwise or by any securities which the company has power to issue or by the grant of any rights or options or partly in one mode and partly in another and generally on such terms as the company may determine, subject to the provision of section 188 of the Companies Act, 2013.

28. 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.
29. To send out to foreign countries, its director, employees or any other person or persons for investigation possibilities of main business or trade procuring and buying any machinery or establishing trade and business connections or for promoting the interests of the company and to pay all expenses incurred in the connection.
30. To compensate for loss of office of any Managing Director or Directors or other officers of the Company within the limitations prescribed under the Companies Act, 2013 or such other statute or rule having the force of law and to make payments to any person whose office of employment or duties may be determined by virtue of any transaction in which the Company is engaged.
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.
33. To provide security (including by way of any mortgage, pledge, lien, charge, assignment, hypothecation or other encumbrance or any other type of preferential arrangement) for and behalf of any group entities, sister entities, associate entities, subsidiaries, holding companies and any other persons, firms, association of persons, companies, trusts or organizations.
34. To borrow or raise or secure the payment or money or to receive money or deposit at interest for any the purposes of the company, and at such time to time and in such manner as may be thought fit and in particular by the issue of debentures or debenture stock, perpetual or otherwise including debenture or debenture-stock convertible into shares of this company or any other company or perpetual annuities and as securities for any such money borrowed raised or received, or of any such debenture stock so issued to mortgage, pledge or charge the whole or any part of the property, assets or revenue and profits of the company present or future including its uncalled capital, special assignment or otherwise or to transfer convey the same absolutely or in trust and to give the lender power of sale and other power as may seem expedient and to purchase, redeem, or pay securities and also by a similar mortgage, charge or lien of secure an guarantee the performance for the company or any other person of company as the case may be provided that type company shall not carry in business of banking as defined by the Banking Regulation Act, subject to provisions of Companies Act, 2013 and directives of Reserve Bank of India and rules framed there under.
35. To acquire, sell, transfer, subscribe for, hold shares, bonds, stocks, obligation issued or guaranteed by any company or companies constituted and carrying on business in India or elsewhere and debentures, debenture-stock, bonds, obligation and securities issued or guaranteed by any Government, State, Sovereign Commissioner, Central or provincial, public

body or Authority supreme, Municipal, Local or otherwise whether in India or elsewhere and to promote, form or acquire any company and to take, purchase or acquire share or interest in any or all company and to transfer to any such company any or all property(ies) of this company acquired either out of its own funds or out of funds it might borrow to attain main objects.

36. To give/grant donation, scholarship and other financial and non financial benefits for the purpose of medical help/research and/or for the benefit of public in general.
  37. 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.
  38. To issue shares, stocks and subject to the provisions of the Companies Act, 2013 to the extent applicable, to receive money on deposit other than public deposit or loan and borrow or raise money in such manner as the company shall think fit, and in particular by the issue of debentures, debenture stock perpetual or otherwise, commercial paper and securities of any kind and to owing his mortgage, charge or lieu upon all or any of the property or assets of the company (both present or future) including its uncalled capital, and also by a similar mortgage, charge or lien to secure and guarantee the performance by the company or any other person, as the case may be.
- 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 Authorized Share Capital of the Company is Rs. 25,00,00,000 (Twenty Five Crores) divided into 12,50,00,000(Twelve Crores Fifty Lakhs) Equity Shares of Rs.2/- (Rupees Two) each.\*\*

*\*\*The Share Capital of the Company has been sub divided from Rs. 10 each to Rs. 2 each vide Extra-ordinary General Meeting held on dated 23.01.2026*

*\*\* The Authorized Share Capital of the company has been increased from Rs. 3,75,00,000/- to Rs. 25,00,00,000/- pursuant to the Special Resolution passed at the extra-ordinary general meeting of the Company held on 23<sup>rd</sup> January 2026*

**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: -**

S.No.	Subscriber Details					
	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of shares taken	DSC	Dated	
1	NILESH JAIN, S/O GOUTAM CHAND BOTHRA R/O HOUSE NO C-74-ARHAM SHAILENDRA NAGAR BEHIND BAGRECHA NURSING HOME, RAIPUR (CG)-492001, INDIVIDUAL, CHARTERED ACCOUNTANT	03012127	50000	Equity	Digitally signed by Nilesh Jain Date: 2020.06.03 17:29:02 +05'30'	03/06/20
				Preference		
2	KANWALJEET SINGH KHURANA, S/O JASWANT SINGH KHURANA, R/O HOUSE NO-84 WARD NO-32 ANAND NAGAR RAIPUR (CG)-492001, INDIVIDUAL, BUSINESS	01157303	50000	Equity	Digitally signed by Kanwaljeet Singh Khurana Date: 2020.06.03 17:30:04 +05'30'	03/06/20
				Preference		
Total Shares taken			100,000	Equity		
				Preference		

Signed before Me					
Name	Address, Description and Occupation	DIN/PAN/Passport Number/ Membership Number	DSC	Dated	
FCA	PRADEEP KUMAR JAIN	MAIN ROAD, BANGOMUNDA, DIST. BOLANGIR, ODISHA, INDIVIDUAL, CHARTERED ACCOUNTANT	065853	Digitally signed by Pradeep Kumar Jain Date: 2020.06.03 17:33:49 +05'30'	03/06/20