

THE COMPANIES ACT, 2013
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
Of
Aluwind Infra-Tech Limited
***(Formerly known as Aluwind Architectural
Limited)***



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

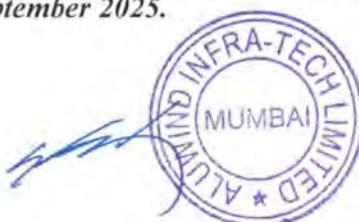
****ALUWIND INFRA-TECH LIMITED**
(Formerly known as Aluwind Architectural Limited)

- I. The name of the Company is ****ALUWIND INFRA-TECH LIMITED**
- II. The Registered Office of the Company will be situated in the State of Maharashtra i.e. within the jurisdiction of Registrar of Companies, Maharashtra at Mumbai.
- III. The objects for which the Company is established are:

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

1. To acquire running business of "M/s. Aluwind industries" a partnership firm having its Regd. Office at 16th Municipal Shopping Center, New Link Road, Mitha Nagar, Goregaon (West), Mumbai 400 090, along with its assets and liabilities and after takeover the firm shall stand dissolved.
2. To carry on' the business to deal in interior and exterior decoration materials, building and house construction products, fittings, sections, used for commercial, domestic and industrial products, furniture, fixtures, made of metals, wood, products, plywood, veneer and blends of artificial, natural or combined materials and to produce, process, treat, alter, convert, shape, improve, manipulate, press, hammer, cut, trim, design, grind machine and to otherwise deal in furnishing material, products, articles or things used in interior or exterior parts of buildings.
3. To carry on the business of designing, engineering, manufacturing, fabricating, installation, assembling, processing, tooling, trading, importing, exporting, supplying, installing, commissioning, and maintaining all types of façade and fenestration systems and solutions, including but not limited to structural glazing, curtain walls, aluminium composite panels (ACP), spider glazing, uPVC, steel and aluminium windows and doors, ventilated façades, glass partitions, skylights, louvers, canopies, shading devices, railings, operable facades, frameless glazing, and other exterior envelope systems for residential, commercial, industrial, infrastructure and institutional buildings; and to deal in all related materials, products, accessories, hardware, and consumables such as aluminium profiles, uPVC/MS sections, glass, sealants, gaskets, brackets, hinges, fasteners, anchors, tooling components, dies, jigs, moulds, fixtures, and architectural fittings.

****Amended pursuant to Special resolution passed by the members at the Annual General Meeting of the company held on 25th September 2025.*



4. To undertake job work, sub-contracting, contract manufacturing, tooling development, and project-based execution services related to facade and fenestration components and structures, including fabrication, welding, cutting, bending, powder coating, anodizing, machining, polishing, tooling setup, assembly, finishing, cleaning, and maintenance services using materials such as aluminium, uPVC, fibre-reinforced plastic (FRP), mild steel (MS), stainless steel (SS), glass, and other composite or metal materials; and to design, develop, install and maintain solar facades, solar film applications, facade lighting systems, energy-efficient cladding, smart facade technologies, and to provide all allied and ancillary services including facade cleaning, glass cleaning, pressure washing, restoration, waterproofing, and retrofitting of facade systems.
5. To provide turnkey solutions and consultancy services for facade and fenestration works, including site surveys, feasibility studies, technical design and drawings, structural and thermal analysis, mock-up preparation, tooling and testing, validation, material procurement, logistics management, installation, commissioning, and post-installation cleaning and maintenance services; and to establish, acquire, operate, or collaborate with manufacturing units, tooling shops, fabrication facilities, facade cleaning service providers, warehouses, design studios, or R&D centres; and to enter into joint ventures, technical collaborations, licensing, dealership, agency or franchise agreements in India or abroad for undertaking or promoting facade and fenestration activities and allied infrastructure development projects.

**Amended pursuant to the shareholders special resolution passed at Extra Ordinary General Meeting held on vide 04th October 2023, for conversion private limited to public limited accordingly change the name clause of MOA.*

***Amended pursuant to the special resolution passed by the members of the Company through Postal Ballot (Electronic Means) on 24th March,2025 passed for change of name of the Company from Aluwind Architectural Limited to “Aluwind Infra-Tech Limited.”*

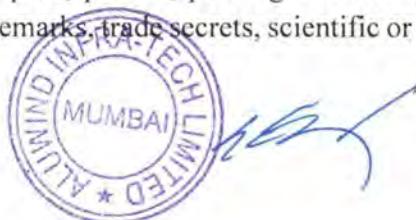
****Amended pursuant to Special resolution passed by the members at the Annual General Meeting of the company held on 25th September 2025.*

(B) OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS ARE:

1. To provide services in whole or in part to hospitals, nursing homes, clinics, dispensaries, maternity homes, child welfare and family planning centre's diagnostic canters, pathological laboratories, x-ray, clinics, hotels and any other residential or commercial premises either on job work basis or on contractual basis, and to provide services relating to interior and exterior fittings.
2. To acquire and undertake in whole or in any part of the business, property and liabilities of any persons or Company carrying on or proposing to carry on any business which the Company is authorized to carry on or possessed of property suitable for the purpose of the Company.



3. To carry on business of buying, selling, re-selling, exporting, exchanging, importing, assembling, marketing, distributing and dealing in all types of Equipment's, Devices, components, accessories and other apparatus.
4. To purchase or otherwise acquire and obtain exclusive and other interest or copyrights of representation and any other rights for interior and exterior designing products.
5. To build, construct, erect, improve, maintain, alter, enlarge, purchase, hire or otherwise acquire or provide any buildings, offices, factories, workshops, plants or machinery or other immovable property necessary or useful for the purpose of carrying out the objects of the Company, to purchase, take onlease, in exchange or otherwise acquire lands and other hereditaments of any tenure, for the objects aforesaid and to sell, lease or otherwise, dispose off any property of the Company for carrying on the main business of the Company.
6. To buy, sell, and deal whether as, principal or as agents in land (lease hold or free) and buildings, flats, offices and other types of immovable properties necessary or useful for carrying on the above main business or usually dealt with the business engaged therein or otherwise and to insure them in any manner whatsoever as required.
7. To establish and run factories, workshops and laboratories for the production of raw materials, apparatus, machinery and other things used in business or merchandise within the scope of main objects of this Company.
8. To send any Director, employee or other person to any place in India or abroad for purpose of obtaining training or knowledge in the techniques and methods of running or improving the business of the Company or for the purpose of advancement or promotion of any of its objects including import export of raw materials, goods, chattels property expertise or services of any nature.
9. To act as traders, stockists, commission agents, representatives or agents, selling and purchasing agents, indenting agents, distributors, brokers, or trustees in connection with the main objects of the Company.
10. To establish, provide, maintain and conduct or otherwise subsidise research laboratories and experimental workshops for scientific and technical research and experiments and to undertake to carry on with all scientific and technical researches, experiments and tests of all kinds and to promote studies and research both scientific and technical investigation, and invention by subsidising, endowing or assisting laboratories, workshops, libraries, lectures, meetings, conferences and by providing the remuneration of scientific or technical exhibition scholarship prizes and grant to students or other in regards to studies, researches, inauguration, experiment tests and invention of any kind that may be considered likely to assist any of the business which the Company is authorised to carry on.
11. To register, apply for, obtain, purchase or otherwise acquire, protect, prolong and renew any patents, patent rights, brevets, inventions, processes, trademarks, trade secrets, scientific or other



assistance, know-how and other information, designs, patterns, copyrights, trademarks, licences, concessions and the like benefit of rights of use thereof which may seem capable of being used for or in connection with any of the purposes of the Company or the acquisition or use which may seem calculated directly or indirectly to benefit the Company by way of fees, royalty remuneration or other consideration either by way of cash or by asset or by granting fully paid or partly paid shares and to use, exercise, or develop the same and manufacture under or grant licences in respect thereof or sell or otherwise deal with the same and to improve, manage, develop, grant, rights or privileges in respect of, or otherwise deal with all or any parts of the property and rights of the Company.

12. To appropriate any part or parts of the property of the Company and to build or let shops, offices and other places of business and to use or lease any part of property of the Company not required for the purposes aforesaid for any purpose for which it may be conveniently used or let or utilised or taken advantages of.
13. To sublet all or any contracts from time to time and upon such terms and conditions as may be thought expedient.
14. To purchase, take on lease or tenancy or in exchange, hire, renew, or otherwise acquire and hold any estate or interest and to let or sub-let in whole or in part, develop, manage and exploit any lands, buildings, machinery, easements, rights, privileges, plant, stock-in-trade, business concerns, options, contracts, claims, choses-in-action and any real and personal property of any kind necessary or convenient for any business of the Company and either to retain the same for the purpose of the Company's business or to turn the same to account as may seem expedient.
15. To sell, transfer or dispose of the business, property or 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 having objects altogether or in part similar to.
16. To amalgamate, enter into partnership or into any agreement for sharing profits, union of interest, cooperation, joint ventures of shares, joint ventures reciprocal concession on co-operation with any person or Company carrying on similar business and to subsidise, assist, co-operate, or enter into any arrangement whatsoever with any such person or Company in India and abroad.
17. To acquire and hold shares, debentures, securities, which the Company is required to hold under any obligations, of any Company association or public undertaking or issued by any Government, Municipal or local authorities and to sell or otherwise dispose of any such shares, debentures, bonds, obligations or securities.
18. To invest and deal with the surplus moneys of the Company not immediately required in such manner as may from time to time be considered expedient by the Board of Directors subject to the provisions of the Act.



19. To advance, lend money with or without security to such persons, firms or companies and on such terms as may seem expedient and in particular to members of the staff, customers and other having dealings with the Company and to guarantee performance of contract by any such persons, firms or companies.
20. To borrow or raise or secure the payment of money or to receive money on deposit at interest other than public deposit for any of the purpose of the Company, and at such time or times and in such manner as may be thought fit and in particular by the issue of debentures, perpetual or to otherwise including debentures convertible into shares of this or any other Company or perpetual annuities and as security for any such money so borrowed, raise or received or any such debentures 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 by special assignment or otherwise or to transfer or convey the same absolutely or entrust and to give the lenders power of the sale and other powers as may seem expedient and purchase, redeem and pay such securities.
21. To mortgage, hypothecate, pledge, all or any of the property whether movable or immovable of any description whatsoever and other valuable securities of the Company for the purpose of business.
22. To draw, accept, endorse, discount, execute, issue, negotiate, assign, purchase, sell and otherwise deal in cheques, drafts, promissory notes, bills of exchange, hundis, debentures, bonds, bills of lading, railway receipts, warrants, and other negotiable or transferable instruments.
23. To promote, form or join in promoting or forming any Company or Companies for the purpose of acquiring all or any of the property, rights and liabilities of this Company or for any other purpose which may seem directly or indirectly calculated to benefit the Company.
24. To enter into joint venture or to amalgamate with any other Company with objects all or any of which are similar to the object of the Company or whose business is similar to the business whatsoever (whether with or without liquidation of the Company).
25. To pay out of the Funds of the Company all costs, charges and expenses if any incidental to the formation and registration of the Company, and any Company promoted by the Company, and the issue of the capital of the Company and any such other Company and of and incidental to the negotiations between the promoters preliminary to the formation of the expense of and also all costs, charges, duties, impositions and expenses of and incidental to the accomplishment of all or any formalities which the Company may think necessary or proper in connection with any of the matter aforesaid.
26. To pay for any property, rights, interest or benefits acquired by, or for any service rendered to the Company either in cash or fully or partly paid up by 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 any option, or partly in one mode and partly in another, and generally on such terms as the Company may determine.



27. To establish, maintain, reconstitute and discontinue any agencies and branch offices and to give franchise in and outside India for carrying on the business of the Company and 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 procured by local companies or partnership as may be thought desirable.
28. To apply for, promote and obtain an Act of Parliament, charter, privilege, concession, licence or authorisation of any Government, State, Municipality or any other authority or corporation (Private or Public) provisional order or licence of any authority for enabling the Company to carry any of its objects into effect or for extending any of the powers of the Company or for effecting any modifications of the constitution of the Company or for any other purposes which may seem calculated directly or indirectly to prejudice the interest of the Company.
29. To buy, and to act as dealers, brokers, commission agents, importers, and consultants for any raw materials, accessories equipment's and other things required and necessary for the attainment of the Objects for which the Company has been incorporated.
30. To undertake research work and to expend money in experiment and test and in improving or seeking to improve and giving publicity to and placing upon the market products which the Company may or may purpose to produce, or distribute or any patents, inventions, copyright, processes, information or rights which the Company may acquire or lease or propose to acquire.
31. To enter into collaboration both financial and/or technical, for supply and/or acquiring of technology know-how, designs, drawings, software, managerial support, man power training and quality control as well as continuous technology up-gradation.
32. To enter into arrangement for rendering and obtaining technical services and or technical collaboration with individuals, firms or body corporates, whether in or outside India.
33. To guarantee the payment of moneys unsecured or secured by or payable under or in respect of promissory notes, bonds, debentures, stock, contracts, mortgages, charges, obligations, instruments and securities of any Company or of any authority, supreme, municipal or local or otherwise or of any person whatsoever whether incorporated or not incorporated and generally to guarantee or become surety for the performance of any contracts or obligations.
34. To nominate/appoint Directors or Managers of any subsidiary company in which the Company is or may be interested.
35. To subscribe to or otherwise aid benevolent, charitable, national or other institutions, or objects or public character, or which have any moral or other claims to support or aid by the Company by reason of the locality of its operations or otherwise and to give donation, subscription or contribution to any of the above funds.



36. To establish and support or aid in the establishment and support of associations, institutions, funds, trusts and convenience calculated to benefit persons who are or have been Directors of or who are or have been employed by or who are serving or have served the Company or its predecessors in business or the dependents of connections of such persons and to grant pensions and allowances and to make payment towards insurance.
37. To aid peculiarly or otherwise any association, body or movement having for its objects the solution, settlement, or surmounting of industrial or labour problems or troubles or the promotion of industry or trade.
38. To do the above' things, either as principals, agents, consignors, consignees, trustees contractors, or otherwise, and either along or conjunction with other and either by or through agents, sub-contractors, trustees or otherwise and either alone or in conjunction with others and to do all such things as are incidental or conclusive to the attainment of the above objects.

- 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 INR 5,00,00,000/- (Rupees Five Crores only) divided into 50,00,000 (Fifty Lakhs) Equity Shares of INR 10/- (Rupees Ten only) each.*

**The shareholders wide Extra Ordinary General Meeting dated February 20, 2023, have approved the increase in Authorised share capital from INR 25,00,000/- (Rupees Twenty-Five Lakhs only) to INR 5,00,00,000/- (Rupees Five Crores Only).*

**The shareholders wide Extra Ordinary General Meeting dated September 30, 2023, have approved the increase in Authorised share capital from INR 5,00,00,000/- (Rupees Five Crores Only) to INR Rs. 24,99,00,000/- (Rupees Twenty-four Crores nifty nine lakhs Only)*

*** Amended pursuant to the special resolution passed by the members of the Company through Postal Ballot (Electronic Means) on 24th March, 2025 passed for change of name of the Company from Aluwind Architectural Limited to "Aluwind Infra-Tech Limited."*

**** Amended pursuant to Special resolution passed by the members at the Annual General Meeting of the company held on 25th September 2025.*



We, the several persons, whose names, addresses and descriptions are hereunder 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 to our respective names :

Sr. No.	Name, Address, Description and Occupation of Subscribers.	No. of Equity Shares taken by each Subscriber.	Signature of the Subscribers	Signature, Name, Address Description and Occupation of the Witness.
1	MURLI MANOHAR R. KABRA S/O. SHRI RAMSHANKAR KABRA 602 "B" 6TH FLOOR, GAURAV GUNJAN, GAURAV GARDEN COMPOUND, BUNDER PAKHADI ROAD, KANDIVALI (W), MUMBAI - 400 067 OCCUPATION : BUSINESS	5,000 (FIVE THOUSAND)	SD/-	
2	RAJESH R. KABRA S/O. SHRI RAMSHANKAR KABRA 602 "B" 6TH FLOOR, GAURAV GUNJAN, GAURAV GARDEN COMPOUND, BUNDER PAKHADI ROAD, KANDIVALI (W), MUMBAI - 400 067 OCCUPATION : BUSINESS	5,000 (FIVE THOUSAND)	SD/-	WITNESS TO SUBSCRIBERS NO. 1 & 2 SD/- SNEHAL SHAH S/O. CHANDRAKANT SHAH 2/56, DASHA SHRIMALI NAGAR, NARSING LANE, MALAD (WEST), MUMBAI - 400 064 OCC.: COMPANY SECRETARY
	TOTAL SHARES	10,000 (TEN THOUSAND)		

PLACE: MUMBAI, DATED THIS 9TH DAY OF APRIL, 2003

