THE COMPANIES ACT, 2013

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

KRISHNA DEFENCE AND ALLIED INDUSTRIES LIMITED[1]

I. The name of the Company is **KRISHNA DEFENCE AND ALLIED INDUSTRIES LIMITED** [2 & 3]

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 to be pursued by the Company on its incorporation are: -

A. THE MAIN OBJECT OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION IS [4 & 5]**:**

1. To carry on the business of designing developing, engineering, manufacturing, integrating, testing, commissioning, validating, fabricating, erecting, installing, remodeling, delivering, assembling, repairing, refurbishing, upgrading, overhauling, hiring, supporting, distributing, marketing, buying, selling, importing, exporting and trading in all types Steel including Special Steel, Precision Components, Sub-Systems & Systems, machines used in Defense and Dairy sector including commissioning systems and projects including turn-key projects, special purpose project, comprising of Mechanical, Thermal, Electrical, Electronic, Software, Power Electronic parts required for Defense, Aerospace, Homeland Security & Dairy and allied industry, by contact or non-contact method, with in-house or out-sourced facilities.

2. To carry on in or outside India business as importers, exporters, marketers, distributors, wholesalers, retailers, traders, merchants, buyers, sellers, suppliers, manufacturers, indenters, packers, movers, promoters, advertisers, distributors, marketers, preservers, agents, sub-agents, representatives, commissions agents, brokers, and dealers of all types of Defense Equipment, Home-Land Security, Dairy Equipment, Farm equipment, Kitchen Equipment using stainless steel, alloys, aluminum, brass or any other metals, all products be whether in raw material, semi- finished or finished products and to carry on heat treatment of the metals, fabrication of stainless steel, rolling of steel and alloys steel section and do all such activities which are ancillary to the above mentioned products and activities.

3. To perform trade of special metals and alloys and manufacture them using special metals like Titanium, Molybdenum, Copper, Aluminum Bronze, Miraging Steel, HS Steel etc. perform complete project management from design to commissioning for various project requirements of the customer.

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[1] The name clause has been changed by a special resolution passed in EOGM held on 01.11.2021

[2] The name clause has been altered by a special resolution passed in Extra Ordinary General Meeting(EOGM) held on 27.09.2021

[3] The name clause has been changed by a special resolution passed in EOGM held on 01.11.2021.

[4] The main object clause of the Company has been altered and substituted vide special resolutions passed in the EOGM held on 01.11.2021.

[5] The main object clause of the Company has been altered and substituted vide special resolutions passed in the AGM held on 15.07.2026.

4. To manufacture, assemble, produce, process, repair, convert, import, export, buy, sell, supply, distribute, test, maintain and otherwise deal in arms, ammunition, weapons, weapon systems, defence equipment, explosives, military hardware, and allied products of all kinds and descriptions, including components, accessories, spares, and ancillaries thereof, for defence, paramilitary, homeland security, law enforcement and civilian applications, in accordance with and subject to the provisions of the Arms Act, 1959, the rules made thereunder, and other applicable laws, regulations, and permissions as may be applicable for the being in force and undertake research, design, development, engineering, testing, validation, prototyping, modernization, upgradation, refurbishment, and lifecycle and security equipment, including collaboration, technology transfer, licensing, and joint ventures with domestic or international entities, subject to applicable laws and regulatory approvals.

5. To research, design, develop, engineer, prototype, test, validate, certify, manufacture, fabricate, assemble, integrate, commission, import, export, buy, sell, lease, license, distribute, supply, maintain, repair, overhaul, retrofit, modernize and otherwise deal in defence, aerospace, aeronautical, naval, marine, underwater, homeland security, dual-use and space systems, platforms, equipment, products and technologies of every kind and description, including but not limited to underwater and surfaceautonomous systems, unmanned and remotely operated vehicles, underwater domain awareness systems, sonar, sensors, anti-submarine and mine counter-measure systems, drones, unmanned aerial systems, loitering munitions, counter-drone systems, aerial platforms, aero engines and propulsion systems, aero engine components, avionics, payloads, missiles, rockets, torpedoes, radars, electronic warfare systems, robotics, artificial intelligence, autonomy, Command, Control, Communications, Computers, Intelligence, Surveillance, and Reconnaissance (C4ISR) systems, simulators, software and firmware; shipbuilding, ship repair, ship recycling, submarines, warships, naval and commercial vessels, offshore and subsea platforms, marine engineering systems, propulsion systems, shipyard infrastructure, marine equipment and allied ancillary products; and to provide associated design, consultancy, training, technology transfer, licensing, maintenance, repair, overhaul, lifecycle support, turnkey solutions, collaborations, joint ventures, strategic alliances, public private partnerships and offset arrangements in relation thereto, subject to the provisions of the Arms Act, 1959, Aircraft Act, 1934, applicable aircraft and drone regulations, Merchant Shipping Act, 1958, Foreign Trade (Development and Regulation) Act, 1992, industrial licensing requirements, Defence Acquisition Procedure, and all other applicable laws, rules, regulations and approvals for the time being in force.

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

1. To enter into negotiation, collaborations, technical, or otherwise with any person(s), firm(s), company(ies), body corporate(s), institution(s), whether incorporated in India or abroad or Government bodies for obtaining grant, license or on other term formulate and to obtain technical information, know - how and expert advice.

2. To purchase, take on lease or tenancy or in exchange, hire, take over options, or otherwise acquire any assets or interest what so ever and to hold, develop work cultivate, deal with and turn to account concessions, work, grants, decrees licenses, privileges, claims, options, leases property, real or personal or rights, or power of any kind which may appear to be necessary or convenient for any business of the company.

3. To establish branches or appoint in or outside India for or in connection with any of the objects of the Company and in particular in relation to the investment of money the sale of property and the collection and receipt of money.

4. To discount bills, advance money on the security of goods lying with or under the control of the company, to receive goods for sale and to do all other such acts that may be usual or necessaryin order to market the same in connection with the business of the Company.

5. To enter into any arrangements with any Government or authorities supreme, municipal, local orotherwise, or any person or company that may seem conducive to the Company's Objects or anyof them to obtain from any such Government, authorities, person or company any rights, privileges, charters, contracts, licenses and concessions which the Company may think it desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges, charters, contracts, licenses and concessions.

6. To take part in the management, supervision and control of the business or operations of any company or undertaking having similar objects and for that purpose to appoint and remunerate any directors, trustees, accountants or other experts.

7. To pay all preliminary expenses of any company promoted by the Company or any Company in which this company is or may contemplate being interested including in such preliminary expenses all or any part of the cost and expenses of owners of business or property acquired by the Company.
8. To procure the Company to be registered or recognized in any foreign country or place and to procure incorporation, registration or other recognition of the Company in any country, state or place outside India, and to establish and maintain local registers of any branch, places of business in any part of the world.
9. To enter into negotiations with and enter into arrangements and contracts and conclude the same with foreign and/or Indian parties and other persons for obtaining by grant, license and/or on other terms, formulate and other rights and benefits, and to obtain technical and engineering information, assistance, and service, know-how, and expert advice for installation of plant and machinery, production of any products.

10. To borrow or raise money or loans for the purpose of the Company by promissory notes, bill of exchange, hundies or other negotiable or transferable instruments or by mortgage , charge, hypothecation or pledge or by debentures or be debenture stock, perpetual or otherwise charged upon all or any of the companies property and assets movable and immovable, including its uncalled capital and to purchase, redeem or pay off on any such terms and in such manner as the Directors may deem expedient and to take moneys on deposit at interest

or otherwise or to lend money to customers and others having dealing with the company and to guarantee the performance of contracts or engagements by such persons but the Company shall not carry on any Banking business as defined by Banking Regulation Act, 1949 or any statutory enactment made therein from time to time subject to provisions of section 58A of the Companies Act, 1956 and the directives of Reserve Bank of India.

11. To become member of any Association or company or member of any Chamber of Commerce orother body or association of business, trade or industry.

12. To amalgamate or enter into any arrangement(s) for sharing of profits or entering into partnership(s), Limited Liability Partnership(s), union of interest, co-operation(s), reciprocal concession, lease, license or otherwise with any person carrying on or transaction which the Company is authorised to carry on or engage in for sharing or funding of profits in a cooperative or joint venture subject to compliance of existing law in force.

13. To provide generally for the administration and management of the buildings or any other property in which the company may at any time have an interest of whatever nature, or which may be under its control, in such manner as may be deemed expedient or proper.

14. To buy or to take on lease plot or plots of land and to construct flats, office, buildings, bungalows,cottages, factories, industries, warehouses, shops, shed, barns, farms, agriculture, stables and conveniences of all kinds thereon for the purpose of business of the Company or for allotment tothe members of the Company for their authorised use.
15. To secure, promote, organize, manage or enter into joint venture agreement, collaboration, and agreement in all its branches with any person, firm, company, corporation, authority,body or other entity in India or abroad for any purpose whatsoever.
16. To invest surplus funds of the Company, not immediately required for its business, in such shares, stocks, securities, mutual funds, units, bonds (including government and corporate bonds), debentures, any other financial instruments, or other investments of whatsoever nature (not being shares of this Company), in such manner as may from time to time be determined by the Board, and to vary, switch, realize or dispose of such investments as may be deemed fit.[6]
17. To form, constitute, float, lend money to assist and control similar companies, associations or undertaking whatsoever.

[6] Clause 16 has been altered and substituted vide special resolutions passed in the AGM held on 15.07.2026.

18. To establish, provide, maintain, improve, work or aid in and conduct or otherwise, subsidies, assist research and developments, laboratories, design institute, pilot plants and experiments, and undertake and carry on all scientific and technical, experiments and tests of all kinds and to promote studies and research both scientific and technical investigations and inventions by providing subsidizing endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing the remuneration of scientific or technical professors or teachers and by providing for the award or exhibitions, scholarships, prizes and grants to students of independent studies or otherwise and to encourage, promote andreward studies, researches, investigations, experiments, tests and inventions of any kind ofthe business which Company is authorized to carry on.

19. To give guarantee and stand guarantee for payment of money or the performance of any obligation by the Company, group Company and/or undertaking relating to the activity of the Company.

20. To pay for any properties, rights or privileges acquired by the Company either in shares of the Company or partly in shares and partly in cash or otherwise

21. To insure with any other company or person against losses, damages, risks and liabilities of all kinds which may affect the company and 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 anyrespect either fully or partially and also to insure and to protect and indemnify and part of portionsthereof either on mutual principle or otherwise.

22. To form, promote, subsidize and assist companies, and partnerships of all kinds in any manner as may be thought fit in connection with any of the objects of the Company.
23. To search for and to apply for, purchase, protect, prolong, renew or otherwise acquire from any Government, State or authority any patents, trademarks, copyrights, brevets, invention, protection, licenses, concessions, grants, decrees, rights, powers and privileges whatsoever which may seem to the Company capable of being turned to account to work, develop, carry out, exercise and turn to account the same.

24. To apply for, promote and obtain any act of parliament or legislature, charter, privilege, concession, licenses or authorization of Government, state or Municipality provisional orderor license of the Board of Trade or other authority for enabling the company to carry any of the object into effect or for extending any of the powers of the company or for any other purpose which may seem calculated, directly or indirectly to prejudice the interests of the company and to apply for purchase or otherwise acquire any patents, brevets, invention, licenses, concessions

and the like conferring an exclusive on not-exclusive or limited right to use any secret or other information as to any investing which may seem capable of being usedfor any of the purposes of the Company or the acquisitions of which may seem calculated directly or in directly to benefit the Company and to use, exercise, develop, grant licenses in respect of otherwise turn to account the property, rights and information so acquired.

25. To sell, mortgage or otherwise to deal with or dispose of the property, assets or undertaking of the Company or any part thereof, in such manner and upon such terms and conditions in all respects, for such consideration as the Company may think fit and in particular for securities, shares, stocks, debentures and other securities of any other company whether or not having objects altogether or in part similar to those of the Company.

26. To adopt such means of making known the products of the Company as may seem expedient and in particular by advertising in the press, circulars, by purchase and exhibition of works of art of interest by publication of books, periodicals and by granting prizes, rewards and donations.

27. To draw, make, accept, endorse, discount, execute, issue, negotiate, assign and otherwise deal with cheques, drafts, bills of exchange, promissory notes, hundies, debentures, notes, bonds, bills of lading, railway receipts, warrants and all other negotiable or transferableinstruments.

28. To open, maintain, adjust, close all account or accounts with any firm or with any bank or banksor bankers and to pay into and to withdraw money for such accounts.

29. To apply for tender, purchase or otherwise acquire any contracts, sub-contracts, licenses and concessions for or in relation to the objects or business herein mentioned or any of them, and toundertake, execute, carry out, dispose of or otherwise turn to account the same.To employ experts to investigate and examine into the conditions, prospects, value, charter and circumstances of any business concerns and undertakings and of any assets, property or rights.

30. To send to foreign countries Directors, employees or any other persons for investigating possibilities of any business, trade or for procuring and buying machinery, goods and materials or establishing trade connections or in promoting interest of the Company and to pay all the expenses incurred in this connection.

31. To make and/or receive donations, gifts or income to or from such persons, institutions or Trusts and in such cases and whether of cash or any other assets as may be thought tobenefit the Company or any other objects of the Company or otherwise expedient and alsoto munerate any person or corporation introducing or assisting, in any manner the business of the Company.

32. To establish and support or aid in the establishment of and support associations, institutions, companies, societies, funds, trusts and conveniences for the benefit of the employees or ex-employees or of persons having dealings with the Company or the dependents, 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 payments or by way of lump sum and to make payments towards insurance and to form and contribute to provident andbenefit funds, to or such persons.

33. To form, subscribe or contribute to or otherwise to assist, aid donate, or guarantee money to public, charitable, benevolent, religious, scientific, national or other institutions, funds, objects or purposes and to any other institutions, funds, objects or purposes which in the opinion of the Board of Directors are likely to promote the interests or the business of the Company and/or to further its objects and/or to any other institutions, funds, objects or purposes whatsoever directly relating to the business of the Company.

34. To create any depreciation fund, reserve fund, sinking fund, insurance fund, educational fund or any other special fund or reserves whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company or for redemption of debentures or redeemable preference shares or for any other purposes conducive to the interest of the Company.

35. In the event of winding up to distribute any of the property of the Company amongst the members in specie or kind subject to the provisions of the Companies Act, 1956.

36. To place, to reserve or to distribute as bonus shares among the members or otherwise to apply as the Company may from time to time think fit, any money received by way of premium on shares or debentures issued at a premium by the Company and any money received in respect of forfeited shares and moneys arising from the sale by the Company or forfeited shares, subject to Section 78 of the Companies Act, 1956.

37. To promote any Companies having similar objects for the purpose of acquiring all or any of the property rights and liabilities of the company or to acquire or hold shares in any other Company for any other use.

38. To pay out of the funds of the Company all costs, charges and expenses of and incidental to the promotion, formation, registration, advertisement and establishment of this Company and the issue and the subscription of the shares or loan capital including brokerage and/or commission for obtaining applications for placing or guaranteeing the placing of shares or any debentures, debenture-stock and other securities of this company and also all expenses attending the issue

of any circular or notice and the printing, stamping and circulating of proxies and forms to be filled up by the members of the Company and to remunerate by cash or allotment of fully or partlypaid shares to any person, firm or company for services renderedin introducing any property or business to the Company or in placing, assisting to place shares,debentures, debenture-stock orother securities of the Company or in or about the formation of the Company or the acquisition ofproperty by the Company or the conduct of its business or for any other reason which the Company may, think proper.

39. To provide for the welfare of Directors or employees of the Company or its predecessors in business and the wives, widows and families or the dependents or connections of such persons by building or contributing to the building or houses or dwellings or quarters or by grants of money, pensions, gratuities, allowances, bonuses, profit sharing bonuses or benefits or any other payments or by creating and from time to time subscribing or contributing towards places or instruction, recreation, hospitals and dispensaries, medical and other attendance and assistanceas the Company shall think fit.
40. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefit of, and give or procure the giving of donations, gratuities, pensions, allowances, or emoluments to any persons who are or were at any time in the employment or service of the Company or of any company which is subsidiary of the company or its 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 of any such other company as aforesaid and the wives, widows, families and dependents of any such persons, and also to establish and subsidies and subscribe to any institutions, associations,clubs or funds calculated to be for the benefit of or to advance the interests and well being of thecompany or of any such other company as aforesaid and make payments to or towards the insurance of any such person as aforesaid and do any matters aforesaid either alone or in conjunction with any such other company as aforesaid.

41. To undertake and execute any trust, the undertaking of which may seem to the company desirable and either gratuitously or otherwise and to vest any movable or immovable property, rights or interests acquired by or belonging to the Company in any person orcompany and with or without any declared trust in favour of the Company, subject to the provisions of the Act.

42. To aid, peculiarly or otherwise, any association, body or movement having for an object, the solution, settlement, or labour problems or troubles or the promotion of industry or trade.

43. To undertake and execute any contracts for work involving the supply or use of any machinery and to carry out any ancillary or other works comprised in such contracts.

44. To establish agencies in India and abroad for sale and purchase and regulate and discontinue the same and to act as agents, principals, contractors, brokers, trustees or otherwise and to undertake and perform sub-contracts and also to act in any of the business of the company through or by means of agents, principals, contractors, brokers, trustees, sub-contractors or others either alone or in conjunction with others.

C OTHER OBJECTS: DELETED[7]

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.[8]

*V (a) The Authorized Share Capital of the Company is Rs. 20,00,00,000/- (Rupees Twenty Crore Only), divided into 2,00,00,000 (Two Crore) Equity Shares of Rs. 10/- (Rupees Ten only) each[9].

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[7] The Company has altered this clause by a special resolution passed in the (EOGM) held on 27.09.2021.

[6] The Company has altered this clause by a special resolution passed in the (EOGM) held on 27.09.2021.

[9]The Company has increased its Authorized Share Capital vide Ordinary Resolution passed at the EOGM held on 30.01.2023 and thereafter vide Ordinary Resolution passed at the AGM held on 13.08.2024

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

Sr. No.	Name, address, description and occupation of each Subscriber	Number of Equity Shares taken by each subscriber	Signatureof Subscribers	Signature of witness and his name, address, description and occupation
1)	Mr. Ankur Shah S/o Mr. Ashwin Shah Add: 1/27, Navjivan Society, Lamington Road, Mumbai – 400 008. Occupation: Business	40,000 (Forty Thousand)	Sd/-	Witness to all Subscribers
2)	Mr. Ashwin Natwarlal Shah S/o Mr. Natwarlal Shah Add: 1/27, Navjivan Society, Lamington Road, Mumbai – 400 008. Occupation: Business	40,000 (Forty Thousand)	Sd/-	Ashish K. Bhatt S/o Kamlesh Bhatt Add: D/101, Lata Annex, Western Express Highway, Borivali (East), Mumbai – 400066 Occupation : Practicing Company Secretary
3)	Mr. Chetan Kuberdas Dharia S/o Mr. Kuberdas Dharia Add: 2/36, Nirmal Niwas, 79/81, August Kranti Marg, Mumbai – 400036 Occupation : Business	1,000 (One Thousand)	Sd/-	

4)	Mr. Kiran B. Shah S/o Mr. BrijmohandasShah Add : ‘C’ Shakti Sadan, 163, Lamington Road, Mumbai – 7 Occupation : Business	1,000 (One Thousand)	Sd/-	Witness to all Subscribers Ashish K. Bhatt S/o Kamlesh Bhatt Add: D/101, Lata Annex, Western Express Highway, Borivali (East), Mumbai – 400066 Occupation : Practicing Company Secretary
5)	Mr. Dilip Natwarlal Shah S/o Mr. Natwarlal Shah Add : 404 – 2/B, Gold Coin, Tardeo, Opp. Cross Road, Mumbai – 34 Occupation : Business	1,000 (One Thousand)	Sd/-	
6)	Krish Commodities (India) Pvt. Ltd. Add: 9/25A, Chandawadi,138, C. P. Tank Road, Mumbai – 4 Through Mr. Ankur Shah Director of Krish Commodities (India) Pvt. Ltd. Is authorized vide resolution dated passed by the Board of Directors on 20th May 2013.	7,000 (Seven Thousand)	Sd/-	
7)	Krish Industries Pvt. Ltd.Add: 9/25A, Chandawadi,138, C. P. Tank Road, Mumbai – 4 Through Mr. Ankur Shah Director of Krish Industries Pvt. Ltd is authorized vide resolution dated passed by the Board of Directors on 20th May 2013.	10,000 (Ten Thousand)	Sd/-	
	TOTAL	1,00,000/- Equity shares (One lakh only)		

Date: 04/07/2013

Place: Mumbai