

THE COMPANIES ACT, 2013

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION OF MAS SOLAR SYSTEMS LIMITED (Incorporated under Companies act, 1956)

1. **The Name of the Company is MAS SOLAR SYSTEMS LIMITED **

The word “private” is deleted from the name of the company to convert the company into a public limited company vide special resolution passed in the Extra-Ordinary General Meeting of the company held on 2nd June, 2025

2. The Registered office of the company will be situated in the state of TAMIL NADU

3. (a) The objects to be pursued by the company on its incorporation are

- 1.* To deal with design, installation, commissioning testing service and AMC of power plants related to Renewable energy like Solar, Wind, Bio-mass, Hydro, Hydrogen and Battery Storage Systems.
- 2.* To generate renewable energy from power generation systems under Solar, Wind, Bio-mass, Hydro, Hydrogen and Battery storage systems for use by own, group captive sale and third party sale.
- 3.* To deal with and manufacture and re-sales of components, plants, instruments, machinery products, parts & allied goods and power systems, heating systems, pumping systems , lighting systems, energy systems in mechanical, electrical, electronic, civil, bio medical, software engineering & technology field related to Renewable energy like Solar, Wind, Bio-mass, Hydro, Hydrogen and Battery Storage Systems.
4. To Conduct, develop and maintain certification courses, skill development program, training, workshop, seminars by vocational training centre, institution and undertake allied activities and to deal with and install testing centre and R&D centre to develop new product, new process, new concept for the modern and eco-friendly society.
5. To deal with water treatment plants including water purification, desalination and conditioning installation, purification installments, filters for drinking water and waste water and to deal with solid waste treatment, solid waste separation and to undertake related activities.
6. To deal with and manufacture, install, maintain Electronic security systems, CCTV Surveillance security systems, fire detection and alarming systems, fire safety equipments with security systems, access control, attendance systems, home security and automation systems.
7. To deal with and manufacture Medical health equipments like surgical face mask, Face masks N95, PPE Ventilator, and life saver products etc., and to carry on business of Health products for inner and outer use.

8. To source, purchase and Sale of land and to take land on lease for the purpose of installation of solar Mega Watt power plant on behalf of customers or to identify customers for transfer of the same.

***Clause 1 and 2 has been replaced with new clauses 1, 2 and 3 in Clause 3 (A) Main Object of the Company vide special resolution passed by the members at the Extra-Ordinary General Meeting held on 2nd June, 2025**

B. Matters which are necessary for furtherance of the objects specified in clause iii (a) are:

1. To take over the assets and liabilities of any exiting business concern carrying on with similar objects as that of the company either on its dissolution or by absorption or in amalgamation with or otherwise.
2. To acquire and undertake the whole or any part of the business property and liabilities of any person, firm or any company carrying on any business which the company is authorized to carry on or possessed of property suitable for the purpose of the company.
3. To purchase, take on lease or otherwise acquire any land grants, concessions and assessments and hereditaments or other properties required for the attainment of the main objects of the company.
4. To take over or otherwise acquire and hold shares in any other company or companies having objects altogether or in part similar to those of the company.
5. To pay for any service rendered to the company or for supply of technical know-how for acquisition of properties privilege by the company either in the shares of the company and partly in shares or partly in cash or otherwise.
6. To amalgamate, enter into any partnership or partially amalgamate with or acquire interest in the business of any other company, person or company, person or firm carrying on or engaged in or about to carry on or engage in any business or transaction included in the objects of the company, or enter into any arrangements for sharing profits or for co. operation, or for limiting competition or for sharing mutual assistance with any such person firm or company or to acquire and to give or accept by way of the consideration for any of the acts or things aforesaid of property acquired, any shares, debentures, debenture stock or securities that may be agreed upon, and to hold retain or sell mortgage and deal with any shares, debentures, stock or securities so received.
7. To establish or promote or concur in establishing or promoting any company or companies for the purpose of acquiring all or any of the properties rights and liabilities of any company and to place or guarantee the placing of underwrite, subscribe for, or otherwise acquire all or any part of the shares, debentures, debenture stock securities or other of any such other company or companies.

8. To establish, run and maintain branches, franchisees, depots, offices, showrooms and other networks in India and abroad for the purpose of business of the company may be necessary from time to time
9. To sell, lease, mortgage, hypothecate, transfer, let out, exchange or otherwise deal with the undertaking of the company or any property whatever, or any part thereof for such consideration as the company may think fit and in particular for shares, debentures and other securities of any other companies having objects altogether or in part similar to those of this company if thought fit to distribute the same among the share-holders of the company subject to the provisions of the companies Act.
10. To advance money, either with or without security to any person in such manner as the company may think fit, without doing Banking business within the meaning of the Banking Regulations Act, 1949 and Rules and Regulations framed there in from time to time.
11. To invest any monies of the company in such investment as may be thought proper and to hold sell or otherwise deal with such investments. The Board of Directors can invest the funds of the company in any other company, as they may think fit.
12. To receive money on deposit or loan and borrow or raise money in such manner as the company shall think fit without doing Banking business within the meaning of the Banking Regulations Act, 1949 and Rules and Regulations framed there under and in particular by the issue of debentures, debenture stock [perpetual or otherwise] and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the property or assets of the company (both present and future), including its uncalled capital, and also by a similar mortgage, charge or lien to secure and guarantee the performance of contracts or obligations undertaken by the company or any other person on behalf of the company as the case may be.
13. To draw, make, accept, endorse, discount, negotiate execute and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments or securities.
14. To apply for, purchase or otherwise acquire and protect, prolong and renew in any part of the world, any patents, patent rights, brevets of invention trademarks, design licences, protections, concession and the like conferring any exclusive or non-exclusive or limited right to their use any sector other information as to any invention, process or privilege which may seem capable of being used for any of the purpose of the company or their acquisition of which may seem calculated directly or indirectly to benefit the company and to use, develop or grant licenses or privileges in respect of or otherwise turn to account the property rights and information acquired and to carry on any business in any way connected therewith.
15. To open any kind of account including current account, savings bank account, overdraft, loan, cash credits in any bank and to make, accept, endorse and execute promissory notes, bill of exchange and other negotiable instruments.
16. To spend money in experiments on and in improving or seeking to improve any patents, rights, inventions, discoveries, processes or information of the company or which the company may acquire or propose to acquire.
17. To procure the registration or recognition of the company in or under the laws of any place outside India.
18. To enter into any arrangement and to take all necessary or proper steps with Governments or with authorities supreme national , local municipal or otherwise of any place in which the

company may have interest and to carry on any negotiations or operations for the purpose of directly or indirectly carrying out the objects of the company or effecting any modification in the constitution of the company for furthering the interests of its members and to oppose any such steps taken by any other company firm or persons which may be considered likely directly or indirectly to prejudice the interest of the company or its members and to promote or assist the promotion whether directly or indirectly of any legislation which may appear to be in the interest of the company or its members and to oppose and resist, whether directly or indirectly any legislation which may seem disadvantageous to the company and to obtain from such Government authority or any company any charters, contracts, decrees, rights, grants, loans, privileges or concessions which the company may think it desirable to obtain and carry out exercise and comply with any such arrangement charters, contracts, decrees, rights, privileges or concessions.

19. To adopt such means of making known the products of the company as may seem expedient and in particular by advertising in the press, by circulars by purchase and exhibition of work of art of interest, by publication of books and periodicals and by granting prizes and rewards.
20. To undertake and execute any trust, the undertaking of which may seem to the company desirable and either gratuitously or otherwise and vest any real or personal property, rights or interest acquired by or belonging to the companies 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.
21. To apply the assets of the company in any way in or towards the establishment maintenance or extension of any association institution of fund in any way connected with any particular trade or business or with trade, commerce generally and particularly with the trade, including any association, institution or fund for the protection of the interest of masters, owners , and employers against loss by bad debts, strikes, combination of fire accidents or otherwise or for the benefit of any clerks .workman or others at any time employed by the company or any of its predecessors in business or their families or dependents and whether or not in common with other persons or classes of persons and in particular of friendly , co-operative and other societies, reading rooms , libraries, education rooms , churches, chapels, schools and hospitals and to grant gratifications, pensions and allowances and then to contribute any funds raised by public or local subscription for any purpose whatsoever, subject to the provisions of the Act.
22. To aid, pecuniary or otherwise any associations body or movement having for an objects the solution, settlement or surmounting or industrial or labor problems or troubles or the promotion of the industry or trade.
23. To subscribe or guarantee money for any national, charitable, benevolent ,public or general or useful object or for exhibition , subject to the provisions of the Companies Act 2013 or any other law for the time being in force.
24. To establish and maintain or procure establishment and maintenance of any contributory or non-contributory pensions or super annuation funds for the benefit of and give or procure the giving or donations, gratuities, pensions, allowance or emoluments to any person who are or were at any time in the employment or service of the company or who are or were at any time directors , managing directors, officers of the company as aforesaid and the wives , widows, families and dependents of the any such person and also to establish , subsidies and subscribe to any institution or associations, clubs of funds calculated to be for the benefit of or to advance the interest and to wellbeing of the company, and make payments to or towards the insurance of any such persons as aforesaid to do any of the matters aforesaid either along or in conjunction with any other company.
25. To distribute among the members in specie any property of the company or any proceeds of sale disposal of any property of the company or any property of the company in the event of its being wound up. No distribution amounting to reduction of capital be made except with the sanction of the company by special resolution and Confirmation by the court for time being required by law.

26. To pay out of funds of the company all expenses which the company may lawfully with respect to the preliminary expenses and other formation, registration expenses incurred by the promoters.
27. To undertake and execute all the contracts for work involving the supply of the machineries , plants, accessories manufactured by the company or wherein the company sold out technical know-how or information for such plants, machineries or accessories to carry out all works necessary for installation and running (testing) of such plants, machineries and accessories.
28. To do all or any of the above things in any part of the world as principals, agents, contractors, trustees or otherwise and by or through trustees, agents or otherwise and either alone or in conjunction with any other person or association.
29. To generate, develop, accumulate, electricity by setting up windmill, to carry on and generate power supply through renewable energy sources like solar, air, bio mass and or by any other means
30. To act as agents, brokers or representatives of corporations, firms and individuals and generally to undertake transact and execute any kind of agency business.
31. To carry on business as estate agents and to manage lands, buildings and other property whether belonging to the company or not and to let portion of any premises for residential, trade or business purposes or other private or public purposes.
32. To build or take on lease or hire and run I maintain and operate any lodging house with or without boarding and to run restaurants, hotels, cafeteria, canteens, hotels shopping complex etc.
33. To carry on the business of civil, mechanical and electrical engineers and contractors including labour contracts.
34. To carry on the business of engineers and to deal with machineries, fabrication and sheet metal works.
35. To carry on in India or elsewhere, either alone or jointly with one or more person, government local or other bodies, the business to manufacture and deal in tiles of all varieties for flooring, roofing, paralling, weats mosaic, ceramic earthernware, cement, stone or any other variety.

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/- (Rupees Twenty Five Crores only) divided into 2,50,00,000 (Two Crore Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each with the rights, privileges and conditions attached thereto as are provided by regulations of the Company for the time being in force, with power to increase and reduce the Capital of the Company and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential rights, privileges or conditions as may be determined by or in accordance with the regulations of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the regulations of the Company

*****The Authorized Share Capital of the Company was Altered vide Special Resolution at the EGM held on 6th January 2025*

6. We, the subscribers whose names and addresses are subscribed hereto are desirous of being formed into a company in pursuance of this memorandum of Association and we agree to take the number of shares in the capital of the company set opposite to our respective names

S.No.	Name .Address, Description and Occupation of subscribers	No. of equity Shares taken	Signature
1.	P.ANBAZHAGAN, S/O C.PALANISAMY 9/26, TVK STREET, EDAYAR PALAYAM, COIMBATORE-641008	30,000 equity shares of Rs.10 each	-SD-
2.	A.SUGANTHI, W/O P.ANBAZHAGAN 9/26, TVK STREET, EDAYAR PALAYAM, COIMBATORE-641008	10,000 equity shares of Rs.10 each	-SD-
3.	C.PALANISAMY S/OV.CHINNAMARAGOUNDER 26, THIRUVIKA STREET, EDYARPALAYAM, KUNIAMUTHUR, COIMBATORE-641008	10,000 equity shares of Rs.10 each	-SD-
	Total	50,000 equity shares of Rs.10 each	

Witness to the above Signatures Subscribers 1,2, and 3
Signed before me at Coimbatore on 22-07-2010

Sd-

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