

THE COMPANIES ACT, 1956

(COMPANY LIMITED BY SHARES)

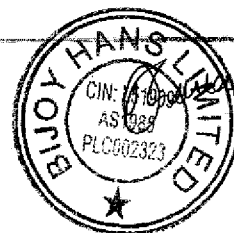
Memorandum

AND

Articles of Association

OF

BIJOY HANS LIMITED





FRESH CERTIFICATE OF INCORPORATION CONSEQUENT ON CHANGE OF NAME

In the Office of the Registrar of Companies Assam, Meghalaya etc. Shillong.
[Under the Companies Act, 1956 (1 of 1956)]

IN THE MATTER OF* BLUE HILL IMPEX LIMITED

I hereby certify that BLUE HILL IMPEX LIMITED Limited which was originally incorporated on 26th day of March, 1985 under the †Cos Act and under the name Blue Hill Impex Limited, having duly passed the necessary resolution on 24-5-89 in terms of section 21/22 (1) (a) /22 (1) (b) of Companies Act, 1956 and the approval of the Central Government signified in writing having been accorded thereto in the Ministry of Commerce and Industry, Department of Company Law Administration

Regional Director

letter No. dated..... 19.....

the name of the said company is this day changed to BIJOY HANS LIMITED Limited and this certificate is issued pursuant to section 23 (1) of the said Act.

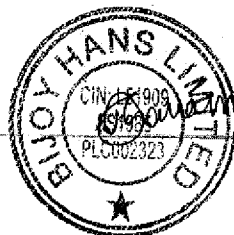
Giving under my hand at Shillong 8th this day of JUNE 1989 (One thousand nine hundred eighty nine)

Sd/-
(S. Dasgupta)

Registrar of Companies.

*Here give the name of the company as existing prior to the change

†Here give the name of the Act (s) under the company was originally registered and incorporated.
I.S.C. 7.





कारबार प्रारम्भ करने के लिए प्रमाण पत्र
Certificate for Commencement of Business
 कम्पनी अधिनियम, 1956 की धारा 149 (3) के अनुसरण में
 Pursuant of Section 149 (3) of the Companies Act, 1956

मैं पतनद्वारा प्रमाणित करता हूँ कि

जो कम्पनी अधिनियम, 1956 के अधीन तारीख की निर्धारित की गई थी और जिसने आज विहित प्रथम में सम्मिलित घोषणा काइल कर दी है कि
 उक्त अधिनियम की धारा 149 (1) (क) से लेकर (घ) तक/149 (2) (क) से लेकर (ग) तक की शर्तों का अनुपालन किया गया है, कारबार प्रारम्भ करने की इच्छा रखता है।

I hereby certify that the **BLUE HILL IMPEX LIMITED.**

which was incorporated under the Companies Act, 1956 on the 26th (Twenty Sixth) day of MARCH, 1985. and which has this day filed a duly verified declaration in this prescribed form that the conditions of section / 149(2) (a) to (c) of the said Act, have been complied with, is entitled to commence business.

मेरे हस्ताक्षर से यह तारीख में दिया गया।

Given under my hand at SHILLONG,
 this 27th day of MARCH One thousand nine hundred and EIGHTY-FIVE

Sd/-

(D. N. Pegu)

कम्पनियों का रजिस्ट्रार
Registrar of Companies

Assam, Meghalaya, Manipur, Tripura, Arunachal,
 Nagaland and Mizoram.

जे० एच० सी० - 10
 J. S. C. - 10

D. N. Pegu



फॉर्म १० आई० आर०

Form I. R.

निगमन का प्रमाण पत्र

CERTIFICATE OF INCORPORATION

ता० _____ की० सं० _____
No. 2323 of 1984-85
मैं एतद्वारा प्रमाणित करता हूँ कि आज _____

कम्पनी अधिनियम 1956 (1956 का 1) के अधिन निगमित की गई है और कम्पनी
परिसीमित है।

I hereby certify that **BLUE HILL IMPEX LIMITED**

is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and
that the Company is limited.

मैं हस्ताक्षर से आज ता० _____ को दया गया।

Given under my hand at SHILLONG this 26th (TWENTY SIXTH)
day of MARCH One thousand nine hundred and EIGHTY FIVE.

Sd/-

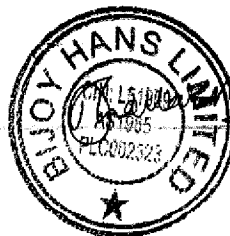
(D. N. PEGU)

कम्पनियों का रजिस्ट्रार

Registrar of Companies

Assam, Meghalaya, Manipur, Tripura, Nagaland
Arunachal Pradesh & Mizoram, Shillong

J. S. C.—1



THE COMPANY ACT, 1956
(COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION

of

BIJOY HANS LIMITED

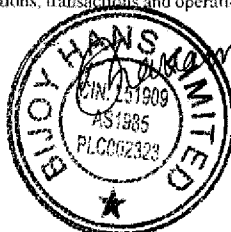
- I. The name of the company is **BIJOY HANS LIMITED**
- II. The registered office of the company will be in the state of Assam.
- III. The objects for which the company is established are:
 - A. Main objects of the company to be pursued by the company on its incorporation.

Thaamashu

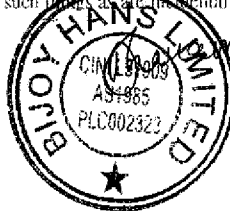
1. To carry on the business as manufacturers, producers, buyers, sellers, traders, merchants, hire purchase dealers, indentors, commission agents, brokers, processors, cultivators assemblers, repairers, exchangers, alterers, packers, importers, exporters, stockists, distributors, agents and dealers in timber, forest, agriculture, plantation, horticulture petroleum and other products whether in raw, semifinished, finished, processed and semi processed forms, plastics, mineral, organic and inorganic chemicals, drugs, medicines, medical stores, fertilisers yarn, jute cotton, rubber products in which these are used in any form or proportion and all and every other article, merchandise and items of whatever nature, in plants, machinery, spares, accessories, gauges, meters, implements, instruments, tools, tackles, material handling, mining, construction, railway transport, water supply, sewerage, electrical, electronic, hydraulic, mechanical and other equipments, construction and other materials, to carry on the business as transporters, contractors, suppliers, metallers, coaters, galvanizers, platers, enamellers, founders, mill wrights, forgers, converters and fabricators, hoteliers and caterers in all branches, to purchase, take on lease, acquire, exchange or otherwise own, hold, occupy, manage, control, construct, erect, alter, develop, pull down, improve, repair, renovate, work, build, plan, lay, sell, transfer, mortgage, charge, assign, let out or hire, sublet and sub lease lands, buildings, factories, warehouses, shops, cinema halls, roads, bridges, estates, assets and properties, whether free hold or leasehold or of whatever nature, to lend and advance money, deposit and to accept deposits, loans and advances on or without security of any description whether real or personal, to deal in reversionary, contingent and other interests and to carry on the business as investors, money lenders, lessors, lease financiers of industrial ventures in India and abroad.
2. To act as technicians, engineers and consultants and to give advice on investment, financial, managerial, technical operational and other aspects of trade, industry, mining, agriculture, irrigation, transport and others and in all branches of engineering, to make valuations, surveys, to supply to and promote, maintain and operate services facilities, conveniences, bureaus of any nature whatsoever and the like to promote, set up, establish, run and manage agencies to collect, impart and make available data, statistics, figures and credit and other information in all forms.

(B) ANCILLARY OBJECTS

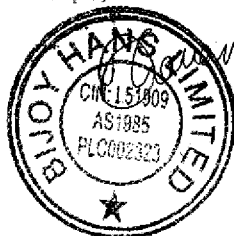
1. To advance and lend money to builders, tenants and others who may be willing to build on or improve and land or buildings in which the company is interested and generally to advance money to such persons and on such terms as may be arranged.
2. To acquire, contract, carryout, equip maintain, alter, improve, develop manage, work, control and superintend any electric light and gasworks and powerplant, telegraphs and telephone and any hats, markets, reservoirs, waterworks, tanks, bridges, collie lines and houses, roads, tramways, railway bridges, canals reservoirs, water-courses, dykes drains, wharves, dyeworks warehouses, sheds, dwelling offices, shops stores, buildings and other works and conveniences which may seem directly or indirectly conducive to any of the objects of the Company and to contribute to subsidize or otherwise aid by taking part in any such operations.
3. To purchase, take on lease or tenancy or in exchange hire take options over or otherwise acquire for any estate or interest whatsoever and to hold, develop work, cultivate, deal with and turn to account concessions, grants, decrees, licenses, privileges, claims options, lease property, real or personal or right or powers of any kind which may appear to be necessary or convenient for any business of the Company.
4. To sell, exchange, mortgage, let on lease, royalty or tribute grant licences, easements, option, and other rights over in any other manner deal with or dispose of the undertaking, property, assets, rights and effects of the Company or any part thereof for such consideration as may be thought fit and in particular for stocks, shares whether fully or partly paid up or securities of any other Company having similar objects.
5. Subject to the provisions of the Companies Act, 1956, to advance deposit with or lend money on securities and property and to receive loans or grants or deposits from the Government and to lend money, either with or without security and generally to such persons and upon terms and conditions as the Company may think fit provided that the business of Banking as defined in Banking Companies Act, 1949 shall not be carried on by the Company.
6. To undertake financial and commercial obligations, transactions and operation of all kinds.



7. To guarantee the performance of the obligations of and the payment of dividends and interest on any stock, share or securities of any company corporation, firm or person in any case which such guarantee may be considered likely directly or indirectly to further the objects of the company or of its shareholders
8. To guarantee the payment of money unsecured or secured by or payable under or in respect of promissory notes, bonds, debenture-stock contact mortgages, charges obligations, instruments and securities of any company or of any authority state municipal local or otherwise or of any person whomsoever, whether incorporated or not and generally to guarantee or become sureties for the performance of any contracts or obligations.
9. To establishments and carry on and to promote the establishment and carrying on, upon any property in which the company is interested of any business which may be conveniently carried or upon or in connection with such property, and establishment of which may seem calculated to enhance the value of the Company's interest in such property or to facilitate the disposal thereof.
10. To subscribe for, absolutely or conditionally, purchase or otherwise acquire for any of the purpose of the Company such investments (other than shares or stocks in the company) as may be thought proper and to hold, sell or otherwise deal with such investments and shares and stock in Joint Stock Companies.
11. Subject to the provisions of Section 58A of the Companies Act, 1956, to borrow or raise or secure the payment of money in such manner as the company shall think fit and in particular by the issue of debentures or debenture-stock perpetual or otherwise charged upon all or any of the Company's property (both present and future) including its uncalled capital and to purchase, redeem or pay off any such securities.
12. To draw, make, accept discount, execute and issue bills of exchange, Government of India and other promissory notes, bills of lading, warrant, debentures and other negotiable or transferable instruments or securities.
13. To apply for, purchase or otherwise acquire and protect, prolong and renew whether in India or elsewhere any patent, rights, breveted inventions, trade marks, designs licenses, protections, concessions and the conferring any exclusive or non exclusive or limited right to use or any secret or other information as to any invention process or privilege which may seem capable of being used for any of the purposes of the company or the acquisition of which may seem calculated directly or indirectly to benefit the company and to use, exercise, develop manufacture or grant licences or privileges in respect of, or otherwise turn to accounts the property, rights or information so acquired and to carry on any business in any way connected therewith
14. To spend money in experimenting on and testing and research in improving or seeking to improve any patents, rights, inventions, discoveries, processes of information of the company or which the Company may acquire or propose to acquire.
15. To acquire and undertake all or any part of the business property and liabilities or any person or company carrying on any business which this Company is authorised to carry on possessed of property suitable for the purpose of the Company.
16. To distribute all or any of the property of the Company amongst the members in piece or kind, in the event of winding up.
17. To carry on any other business whether manufacturing or otherwise that may seem to the company capable of being conveniently carried on in connection with the above objects or calculated directly or indirectly to enhance the value of or render profitable any of the company's property or rights or which it may be advisable to undertake with a view to improving developing rendering valuable or turning to account any property real or personal belonging to the company or in which the company may be interested and to do all or of the above things, either as principals, agents, trustees, contractors or otherwise, and either alone or in conjunction with others and to do all such things as are incidental or conducive to the attainment of the above objects.



18. To form incorporate or promote any company or companies whether in India or elsewhere having amongst its or their objects the acquisition of all or any of the assets or control management or development of the company or any other object or objects which in the opinion of the company could or might any directly or indirectly assist the development of its properties and to pay all or any of the costs and expenses incurred in connection with any such promotion or in corporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be rendered in obtaining subscription for or placing or assisting to place or to obtain subscription for or for guaranteeing the subscription of or the placing of any shares in the capital of the company or any bonds, debentures obligation or securities of any other company held or owned by the company or in which the company may have an interest or in or about the formation or promotion of the company or of the conduct of its business or in or about the promotion or formation of any other company in which the Company may have an interest.
19. To enter into partnership or into any arrangement for sharing profits or into any union of interest joint-venture, reciprocal concession or co-operation with any person or persons or company or companies carrying on or engaged in or about to carry on or engage in, or being authorised to carry on or engage in, or being authorised to carry on or engage, in any business or transaction which this company is authorised to carry on or engage, in or any business or transaction capable being conducted so as directly to benefit this company.
20. To enter into any arrangements and take all necessary and proper steps with other authorities national, local municipal or otherwise of any place in which the Company may have interest and to carry on any negotiations or operations for purpose of directly or indirectly carrying out the objects of the company or effecting any modification in the constitutions of the company or furthering the interests of its members and to oppose any such steps taken by any other company, or person which may be considered likely to prejudice the interests or the company or its members and to obtain from any such Government authority or any charters, contracts, decrees, rights loans, privileges or concessions which the company may think it desirable to obtain and carry out, exercise and comply with any such arrangements, charters, contracts decrees, rights privileges or concessions.
21. To adopt such means of makings known the products of the company may be expedient and in particular by advertising in the press by circulars, by purchase and exhibition of works of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations.
22. To undertake all execute any trust, the undertaking of which may seem the company desirable and either gratuitously, or otherwise.
23. To invest and deal with the moneys of the company not immediately required in such manner as may from time to time determined.
24. To open Account or Accounts with any individual firm or company or with any Banks or Bankers and shroffs and to pay into and to withdraw money from such Account or Accounts.
25. To procure the company to be Registered or incorporated or Recognised in any part of the world in accordance with the laws for the time being at such place.
26. To apply the assets of the company in any way in or towards the establishment, maintenance or extension of any association, institution or fund in any wise connected with any particular trade or business or with trade or commerce generally and particularly with the trade, including any association, institution or fund for the protection of the interests of masters, owners and employers against loss by bad debts, strikes, combinations, fire accidents or otherwise or for the benefit of any clerks, workmen or others at any time employed by the company or their families or other persons or dependants, schools and hospitals and to grant gratuities, pensions, and allowances, and to contribute to any fund raised by public or local subscription for any purpose whatsoever.
27. To pay all costs, charges, expenses incurred in connection of the company including cost, charges and expenses of negotiation of formation and incorporation of the company.



28. To enter into collaboration agreement financial and technical for producing new products of improving existing.
29. To send out the Foreign Countries Directors, employees or any other person for investigating trade connection or in promoting the interest of the company and to pay expenses incurred in this connection.
30. To grant pensions, Allowances, Gratuities and Bonuses and provide any other amenities to the Employees of the company and their dependants and to support or subscribe any charitable Bodies and Institutions and Clubs, Societies or Charitable or Benevolent Funds.
31. To do all or any part of the above things any part of the world either as Principals, Contractors, Trustees, or otherwise and either alone or in conjunction with others and by or through Agents, Contractors, Trustees or otherwise.
32. To aid, pecuniary or otherwise association body or movement having for an object the solution settlement or surmounting of industrial or labour problem or troubles or the promotion of industry or trade.
33. To establish and support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences, calculated to benefit employees or ex-employees of the company or its predecessors in business or the dependants or connections of such persons and to grant Pensions and allowances and to make payments towards insurance.
34. To do all such other things as are incidental, or as the company may think conducive to the attainment of the above objects.
35. To obtain loans from financial corporation, institutions, Banks, firms and persons and execute deeds for mortgaging properties movable or immovable as and when required for the benefit and development of the company.
36. To do all or any of the above things in any part of the world either as principals, agents, trustees, contractors or otherwise and either alone trustee or in conjunction with others and by or through agents, subcontractors or otherwise.

(C) OTHER OBJECTS.

1. To establish, purchase, sell take in lease, hire or otherwise acquire and work, any textile mill, power looms or other mills, cotton spinning and pressing factory, jute presses, hemp or other fibre presses, spinning mills, weaving mills and chemical factories, waste plans or presses for pressing merchandise into bales and to cultivate, process, buy, sell import, export, pledge, speculate, enter into forward transactions or otherwise deal in raw jute, cotton, kapas cotton seeds, flax, hemp and silk.
2. To search, prospect, win, work get, raise, quarry, smelt, refine, dress, manufacture, produce, plant, manipulate, convert, make merchantable, sell, buy or deal in lime, cement, glass, paper, sugar, oil products, oilseeds, rice, dal, tea, coffee, rubber, cocoa, coal coke, iron, ironstone, marble, clays and other metals, metalliferous ores, minerals and substances whatsoever and to manufacture, sell, buy and deal in any of such articles and commodities and to carry on the business of manufacture of bricks, tiles, pipes, pottery earthen ware, china and terra cotta and cream and ceramicware of all kinds.
3. To carry on the business as investors, financiers, lenders, underwriters, brokers and concessionaries to invest in the purchase of or upon the security of and to subscribe for and to procure and guarantee the subscription of and to otherwise deal in shares, stocks, debentures, bonds, mortgages, leases, obligations and other securities either singularly or jointly with others, either conditionally or otherwise and either on ready or on forward transaction, to lend, advance, deposit and accept advances and loans upon or without security and to provide finance to industries in India or outside for the purpose of construction manufacture or production of any articles or things provided, however that the company shall not carry on the business of banking as defined in the Banking Companies Act, 1949.



4. To build, construct, alter, enlarge, remove, pull, down, replace, maintain, improve, develop, work, run, control and/or manage any buildings, hotels, clubs, restaurants, bars, places of worship, places of amusement, pleasure grounds, parks, gardens, reading rooms, stores, shops and dairies.
5. To carry on the business of manufacturers or processors and/or importers, exporters, buyers, sellers, stockists and distributors and/or dealers in all kinds of chemicals, drugs, pharmaceuticals, plastics, paints, varnishes, paper, tyres, tubes, films and vehicles.
6. To carry on the business of engineers, chemists, druggists, researchers, technicians, designers, planners, advisers, purchasers, testers, creators and contractors for all kinds of industries and business.
7. To carry on the trade or business of colliery proprietors, coal merchants, miners, smelters, engineers, lime-burners, and manufacturers of bricks, tiles, cement, like coke and other by-products or coal in all their respective branches.

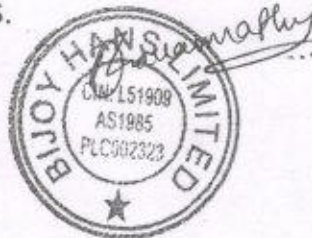
And it is hereby declared that:

1. The objects incidental or ancillary to attainment of the main objects of the company as aforesaid also be incidental or ancillary to the attainment of the object of the company herein mentioned.
2. The word "Company" (save when used with reference to this company in this Memorandum shall be deemed to include a partnership or other body or association of persons whether incorporated or not and wherever domiciled.

IV. The liability of the members is limited.

****V. The Authorised Share Capital of the Company is Rs. INR 10,00,00,000 (Indian Rupees Ten Crores Only) divided into 1,00,00,000 (One Crore) equity shares of INR 10/- (Indian Rupees Ten Only) each

****The Company increased its Authorized capital from INR 3,25,00,000 (Indian Rupees Three Crores Twenty Five Lakhs Only) divided into 32,50,000 (Thirty Two Lakhs Fifty Thousand) equity shares of INR 10/- (Indian Rupees Ten Only) each to INR 10,00,00,000 (Indian Rupees Ten Crores Only) divided into 1,00,00,000 (One Crore) equity shares of INR 10/- (Indian Rupees Ten Only) each by passing a Special Resolution in the Extra-Ordinary General Meeting held on Friday, 24th January 2025.



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 opposite our respective names :

Names, address descriptions and occupations of the subscribers.	Number of shares taken by each subscriber	Signatures of the subscriber	Signature of witnesses with addresses and occupations
1. Mrs. Shalan V. Bodas W/O Vasant P. Bodas Milanpur, Chandmari, Gauhati Service	1 (One)	Sd/- Shalan V. Bodas	Sd/- H. S. Kumbhat Chartered Accountant G.N.B. Road Gauhati
2. Narnarayan Deva Sarma S/O Late R. Sarma Bamonimaikan, Gauhati Service	1 (One)	Sd/- Narnarayan Deva Sarma	do
3. Mahesh Barkataki C/O B. D. Barkataki Silpukhuri, Gauhati-3 Service	1 (One)	Sd/- Mahesh Barkataki	do
4. Laxmi Narain Biyani S/O. Late B. L. Biyani Shantipur, Gauhati Service	1 (One)	Sd/- Laxmi Narain Biyani	do
5. Sasanka Sekhar Labiri S/O Late Dr. Purna Chandra Lahiri M. C. Road, Gauhati-3 Business	1 (One)	Sd/- Sasanka Sekhar Lahiri	do
6. Shyam Sunder Sharma S/O Late H. P. Sharma G.N.B. Road, Gauhati Business	1 (One)	Sd/- Shyam Sunder Sharma	do
7. Provash Kumar Guha S/O Late Profulla Kr. Guha Paitan Bazar, Gauhati Service	1 (One)	Sd/- Provash Kumar Guha	do
Total	7 (Seven)		

Dated the 25th day of

March 1988

