

**THE COMPANIES ACT, 2013**  
**COMPANY LIMITED BY SHARES**  
**MEMORANDUM OF ASSOCIATION**  
**OF**  
**<sup>[3]</sup> ATC ENERGIES SYSTEM LIMITED**

- I. The name of the company is <sup>[3]</sup> ATC ENERGIES SYSTEM 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 Mumbai.
- III. (a) The objects to be pursued by the Company on its incorporation are;

1. To carry on the business as manufacturers, assemblers, processors, producers, suppliers, repairers, purchasers, sellers, importers, exporters, makers, fabricators and dealers in all batteries, stationary batteries, lithium ion battery packs, starting batteries, storage batteries, traction batteries, alkaline batteries, dry batteries, button batteries, solar power batteries, mini batteries, emergency lights, dry cells and other batteries used in or required for industrial, transport, commercial and consumptive purpose, their components, parts, ingredients, substances, systems, consumable accessories or fittings including battery plates, cases, wires, knobs, accessories, distilled water, armature and armature winding, electrical wires and accessories, electrical motors, generators, accumulators, battery chargers, relays, transformers, auto transformers, electrical switches, plugs, sockets, circuit breakers, actuators, connectors, measuring instruments, multimeters, power adapters, networking cables, POS and ATM machine accessories and multi testers, electrical connectors and automobile parts.

**(b) Matters which are necessary for furtherance of the object specified in clause 3(a) are:-**

1. To carry on business as manufacturers, stockists, importers, exporters, repairers and dealers of Lithium ion battery packs, power adapters, networking cables.
- <sup>[4]</sup>2. To apply for and obtain any order under any Act or Legislature, charter, privilege concession, license to Central Government, State Government, Semi Government Bodies, Statutory authorities, quasi-judicial Bodies or any other Competent authority under respective acts in relation to main Object of the Company or for extending any of the powers of the Company or for effecting and modification of the constitution of the Company or for any other such purpose which may seem expedient and to oppose any proceedings or applications which may seem expedient or calculated directly or indirectly to prejudice the interest of the Company.

**<sup>[3]</sup>Name of the Company has changed from "ATC Energies System Private Limited" to "ATC Energies System Limited" and accordingly Memorandum of Association has been altered by passing a Special Resolution in Extra-Ordinary General Meeting held on February 21, 2024.**

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3. To purchase license arms or ammunition, required in training from registered and licensed shops, establishment as may be directed by Government authorities, semi government after procuring proper license as such as may be required under act, laws for time being in force.
4. To purchase or otherwise acquire and undertake the whole or any part of the business, property, rights and liabilities of any person, firm or company carrying on any business which this Company is authorized to carry on and to purchase, acquire, apply for, hold, sell and deal in share, stock, debenture of any such person, firm or company and to conduct or make, carry into effect any arrangement in regard to the winding up of the business of any such persons, Firms or Company.
5. To purchase, acquire and hold the software and hardware for accomplishment of the main object of the Company.
6. To amalgamate with or purchase the goodwill, property and assets of any company or companies carrying on any business by way of extension or in connection with any of the Company's business or which is calculated directly or indirectly to develop any branch of the Company or to increase the value of Company Assets, property and rights.
7. To acquire, obtain procure the franchisee of any brand for the attainment of main object of the Company.
8. To opening of Bank Account to operate the business.
9. To opening of branches in India or abroad.
10. To offer specialized training in various aspects in relation to the main object of the Company.
11. To provide consultancy services relating to main object of the Company.
12. To conduct research and development projects for company as well as for client and to render services relating to regulatory clearance.
13. To pay for preliminary and pre-incorporation expenses of the Company.
14. Publishing of books, magazine, directories, and data bases for the said business areas.
15. To carry on the business of running hotels, resorts, motels, lodging and boarding houses, food courts, restaurants, milk and snack bars, laundries, swimming pools, water park and other theme parks, amusement parks, leisure parks, dairymen, ice-merchants, importers and brokers of food, live and dead stock, nightclubs, hairdressing and beauty salons, spas, facilities for Jacuzzi and steam bath, chemists shops, coach, cab, carriage and motor car, cold storages, theatres, studios, exhibition halls, conference halls, convention centers, marriage halls, indoor and outdoor games and other amusement centers, wine, beer and other liquor/alcohol shops, spirit merchants, importers of aerated, mineral and artificial waters and other drinks, tobacco and cigar merchants, bars, taverns, public houses, discotheques, sports clubs, skating halls, boating and padding pools, garages and service stations, repair shops, car leases, travel agencies, gymnasiums, warehouses, god owns, car parks, operating/ maintaining gardens and amusement parks, lakes, ponds, walking/ strolling tracks, jogging tracks, whether with or independent of hotels, resorts, motels, lodging and boarding houses and to carry on other activities relating to entertainment and any other business which can be conveniently carried on in connection therewith.
16. To buy, sell resell manufacture, refine, manipulate, import, export, indent and deal in all Substances, apparatus and things capable of being used in any business as aforesaid and in particular anything that may be required by any customer, or person having dealings with the company either in wholesale, retail or as commission.

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17. To repair, alter, remodel, clean, renovate, convert, manipulate prepare for resale and resell any goods and materials from time to time belonging to the company.
18. Sourcing and supplying of other materials including gifts, books, laboratory and diagnostic/surgical, packaging, testing, and other items for service in pharma industry and doctors.
19. To appoint managers, engineers, contractors, brokers, canvassers, agents and other persons and to establish and maintain agencies or branches in any part of India or elsewhere for the purposes of the company and to discontinue the same.
20. To create any subscription fund, sinking funds, reserves funds, insurance fund or any other special funds whether for repairing, improving, extending, or maintaining any of the property of the company or for any other purpose conducive to the interest of the company or the staff or labour or for any development fund.
21. To apply, tender, purchase, or otherwise, acquire any contracts sub-contracts, licenses and concessions for or any of them and to undertake execute, carry out, dispose of or otherwise turn to account the same.
22. To negotiate loans, to draw, accept, endorse, discount, -buy, sell and deal in bills of exchange, promissory notes, bonds, debentures, negotiable or transferable instruments and securities.
23. To borrow or raise money and discharge any debt or obligation or binding on the company in such manner as may be thought fit, and in particular, by mortgage, of the undertaking and all or any of the immovable or movable property, (present or future) and the uncalled capital of the company or by the creation and issue, on such terms as may be thought expedient, of debentures or debenture-stock, perpetual or other securities of any description.
24. To invest the surplus funds of the company, from time to time, in government securities or in other securities, as may from time to time be determined by the Directors, and from time to time to sell or vary all, such investments and to execute all assignments, transfer, receipts, and documents that may be necessary in that behalf.
25. To establish, provide, maintain and conduct or otherwise subsidize, research laboratories, and experimental workshops for scientific and technical research and experiments and to undertake and carry on all scientific and technical researches, experiments and tests of all kinds and to promote studies and research, both scientific and technical, investigations and inventions by providing, subsidizing, endowing of, assisting laboratories, workshops, libraries, meetings, lectures and conferences and by providing for the award or exhibitions, scholarships, prizes, and grant to students or otherwise and generally to encourage, prompt and regard studies, researches, investigations experiments, tests and inventions of any kind that may be considered likely to assist any of the business which the company is authorized to carry on.
26. To sell, improve, manage, develop, exchange, lease, mortgage, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the company.
27. To acquire from any person, firm or body co-operate whether in India or elsewhere, technical information, know-how, processes, engineering, manufacturing and operating, data, plans, lay outs and blue prints useful for the design, erection and operation of plant required for any grant or licenses and other rights and benefits in the foregoing matter and things.
28. To exchange, mortgage, royalty or tribute, grants licenses, easements, options and other rights over and dispose of the whole or any part of the undertaking, property, assets, rights and effects of the Company for consideration as may be thought fit and in particular for stocks, shares, debentures whether fully or partly paid-up or securities of any other Company having main objects whole or in part similar to the Company.

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29. Subject to the provisions of the Companies Act 2013, to pay for any rights or property acquired by the Company and or remunerate any person, firm or body corporate rendering services to the Company either by cash payment or by allotment to him or them of shares of securities of the Company as paid up in full.

30. To advance money, in connection with the main business either with or without security and give credit, to such persons (including Government) and upon such terms and conditions as the Company may think fit, to attain the main objects of the Company provided that the Company shall not carry on banking business within the meaning of Banking Regulations Act, 1949.

31. To guarantee the performance of any contract or obligations and the payment of money or dividends and interest on any stock, shares or securities of any company, corporation, firm or person in any case in which such guarantee may be considered directly or indirectly to further the main objects of the Company.

32. To guarantee the payment of money unsecured or secured or payable under or in respect of promissory notes, bonds, debentures, stocks, contracts, mortgages or charges, obligations, instruments, securities or any company or of any authority, supreme, municipal, local or of any persons whether incorporated or not incorporated and generally to guarantee or become sureties for the performance of any contracts or obligations as may be necessary for the main business of the Company.

33. To subscribe for acquire, hold shares and dispose share stocks, debentures, debenture-stocks, bonds, mortgages, obligations, securities of any kind issued or guaranteed by any company (body corporate undertaking) of whatsoever nature and howsoever constituted and to subscribe for acquire, hold shares, debentures and debenture-stocks, and debenture-bonds, mortgages, obligations and other securities issued or guaranteed by any Government sovereign ruler, commissioners, trust, Municipal, local or other Authority or body or whatsoever nature, whether in India or elsewhere as may be conducive to the main objects of the company.

34. To draw, make, accept, endorse, negotiate, execute and issue bills of exchange, promissory notes, bills of lading, debentures and other negotiable or transferable instruments of securities of all types.

35. To apply for purchase or otherwise acquire and protect, prolong and renew in any part of the world, any patents and patent rights, inventions, trademarks, designs, licenses, protections and concessions conferring any exclusive or non-exclusive or limited right to their use or other information as to any invention, process or privileges which may seem capable of being used for any of the main objects, business of the Company or the acquisition of which may seem calculated directly or indirectly, to benefit the company and to use, exercise, develop or grant licenses or privileges in respect of or the property, rights and information so acquired and to acquire and protect all kinds of Intellectual Property Rights whether defined or not.

36. To spend money in experimenting upon and testing and 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.

37. To do all or any of the main business activities either as principals, agents, trustees, contractors or otherwise and either alone or in conjunction with others and either by or through agents, sub-contractors, trustees or otherwise.

38. To acquire and takeover all or any part of the business property and liabilities of any person, firm or company carrying on or proposing to carry on main business which this company is authorized to carry on or possess property, suitable for the main business of the Company.

39. To procure the registration or recognition of the Company in or under the laws of any place outside India.

40. 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 controls, management or development of the company or any other such objects which in the opinion of the company could or might directly or indirectly assist the Company in the management of its

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main business or the development of its properties or otherwise prove advantageous to the Company and to pay all or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be rendered in or about the formation or promotion of the company or the conduct of its main business or in or about the promotion of any other such company in which the company may have an interest.

41. To enter into any arrangements and take all necessary or proper steps with Governments or with other authorities supreme, national, local, municipal or otherwise of any place in which the Company may have interests and to carry on any negotiations or operations of the purpose of directly or indirectly carrying out the main objects of the Company or effecting any modification in the constitution of the company or for furthering the interest of the members and to oppose any such steps taken by any other company, any firm or person which may be considered likely, directly or indirectly to prejudice the interest of the company or its members and to assist in the promotion whether directly or indirectly of any legislation which may seem advantageous to the company and to obtain from such Government Authority and company any character, 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 arrangements, charters, decrees, rights, privileges or concessions.

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

43. 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 interests acquired by or belonging to the Company in any person or Company on behalf of or for the benefit of the Company and with or without any declared trust in favors of the Company and To accept gifts including by way of awards/prizes form Govt. and semi Govt. bodies and to give gifts and donations to create trusts for the welfare or employees, members, directors and /or their dependents, heirs and children for deserving objects for and such other persons, also to act as trustees.

44. 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 way connected with any particular trade or business or with trade or commerce and particularly with the trade, including any association, institution or fund for the interest of masters, owners and employers against loss by bad debt, strike, combustion, fire, accident or otherwise or for the benefit of any employee, 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 of classes of persons and in particular of friendly, co-operative and other society, reading rooms, libraries, educational and charitable institutions, dinning and recreation rooms, churches, schools and hospitals and to grant gratuities, pensions and allowances and to contribute to any funds raised by public or local subscription for any purpose.

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

46. To subscribe or guarantee money for any national, charitable, benevolent, public general or useful object or for any exhibition subject to the provisions of Companies Act 2013.

47. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefits of and give, procure the giving of donations, gratuities, pensions, allowances or emoluments to any persons who are or were at any time in the employment or services of the Company or are 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 as aforesaid and the wives, widows, families and dependents of any such persons and also establish and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interest and wellbeing of the Company or of any such other Company as aforesaid and make payments to or

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towards the insurance of any such persons as aforesaid and do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.

48. To do all such other things as may be deemed incidental or conducive for the attainment of the main objects. To establish offices or agencies, within or outside India or appoint agents in order to carry out the objects of the Company.

49. To conduct, undertake the conduct of and participate in national or international exhibitions.

<sup>[4]</sup>50. To enter into partnership or into any arrangement for sharing profit, union of interest, joint venture, reciprocal concession or co-operation with persons or companies carrying on or engaged in the main business or transaction of the Company.

<sup>[4]</sup>51. To negotiate and enter into agreements and contracts with Indian and foreign individuals, companies corporations and such other organisations for technical, or any other such assistance for carrying out all or any of the main objects of the Company or for purpose of activity research and development of manufacturing projects on the basis of know-how, or technical collaboration and necessary formulas and patent rights for furthering the main objects of the Company.

<sup>[4]</sup>52. To borrow or raise or secure the payment of money or to receive on deposit at Interest or otherwise and at such time or time as may be thought fit, by hundies, promissory notes or deposit or by taking credits or opening current or overdraft account with any bank, whether with or without any security or such other mean as the Directors may in their absolute discretion deem expedient and in particular by the issue of debentures, or debenture-stocks, convertible into shares and security for any such amount borrowed, raised or received or any such debentures or debenture-stocks so issued, to mortgage, pledge or charge the whole or any part of the property, assets or revenue and profits of the Company, both present or future, including its called capital by special assignments or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders power of sale and other powers as may seem expedient and to purchase, redeem or payoff any such securities provided the Company shall not carry on banking business as defined in the Banking Regulation Act, 1949.

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.

<sup>(1)(2)</sup> V. (a) The Authorised Share Capital of the Company is Rs. 25,00,00,000/- (Rupees Twenty-Five Crores Only) divided into 2,50,00,000 (Two Crores Fifty Lakhs Only) Equity Shares of Rs.10/- (Rupees Ten Only) each."

<sup>(1)</sup> The Authorized Share Capital of the Company has been increased from Rs. 5,00,000/- to Rs. 3,00,00,000/- vide Resolution passed in the Extra ordinary general Meeting held on 17th May, 2021.

<sup>(2)</sup> The Authorized Share Capital of the Company has been increased from Rs. 3,00,00,000/- to Rs. 25,00,00,000/- vide Ordinary Resolution passed in the Extra-Ordinary General Meeting held on 05<sup>th</sup> February, 2024.

<sup>[4]</sup> The following matters are included vide Special Resolution passed in Extra-Ordinary General Meeting held on February 21, 2024.

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VII We, the several persons, whose name and address 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 share in the capital of the Company set against our respective names:-

Names, addresses, descriptions and occupations of subscribers	No. of shares taken by each subscriber	Signature of Subscribers	Signature, names, addresses, descriptions and occupations of witnesses
<p>1.SANDEEP G BAJORIA ADDRESS: 604, PANCHSHEEL-4/ A, RAHEJA TOWNSHIP, MALAD EAST, MUMBAI - 400097 OCCUPATION: BUSINESS</p> <p>2. ASHA PIYUSH KEDIA ADDRESS : JAMUNA NIWAS , 1<sup>ST</sup> FLOOR, 32/ A, JAIBHARAT SOCIETY 3<sup>RD</sup> FLOOR, KHAR WEST MUMBAI- 400052 OCCUPATION : BUSINESS</p> <p>3. PRADEEP G BAJORIA ADDRESS: 604, PANCHSHEEL-4/ A, RAHEJA TOWNSHIP, MALAD EAST, MUMBAI - 400097 OCCUPATION : BUSINESS</p>	<p>49000  (FORTY NINE THOUSAND EQUITY SHARES ONLY)</p> <p>500 (FIVE HUNDRED EQUITY SHARES ONLY)</p> <p>500 (FIVE HUNDRED EQUITY SHARES ONLY)</p>	<p>SD/-</p> <p>SD/-</p>	<p>THE SUBSCRIBERS 1, 2 and 3 SIGNED BEFORE ME SD/- MR. ADITYA SONI Office no. 131/ B Ostwal Ormate Bldg No.2 Opp. Jain Temple, Jesal Park Nr. Rly. strn. Bhayander east -401105 (PRACTICING COMPANY SECRETARIES)</p>
TOTAL	50000  (THIRTY THOUSAND EQUITY SHARES ONLY)		

DATE: 01.09.2020  
PLACE: MUMBAI

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