

**MEMORANDUM OF ASSOCIATION  
OF  
MISHRA DHATU NIGAM LIMITED**

- I. The name of the Company is MISHRA DHATU NIGAM LIMITED.
- II. The Registered office of the Company will be situated in the State of Telangana.
- III. The objects for which the company is established are:

**A. Main objects to be pursued on incorporation:**

To manufacture, trade, process, material test and characterize various grades, types and sizes of special metals, non-metals, alloys, magnetic materials, superalloys, high temperature refractory materials, semi conductor materials, super conducting materials, opto-electronic materials, fibers, ceramics, polymers, composites (polymeric matrix, metal matrix, ceramic matrix) and hybrid materials, functional and smart materials, energy and power materials, electronic and photonic materials, high energy materials, coating materials, stealth materials, membrane materials, metallic glassy materials, bio-derived and bio-inspired materials, with securing of supply line for ingredient raw materials/minerals which are critical and strategic in nature, and any other special metals, alloys, superalloys and materials in the form of ingots, billets, forgings (open die, close-die, isothermal, liquid forging), hot and cold rolled, extruded sections, strips, plates, sheets, foils, wires, coils & springs, tubes, coating, foams, metallic powders and powder metallurgical products, super-elastically formed products, flow forming products, additive manufacturing products and other wrought, cast (equiaxed, directional solidified and single crystals), sintered, fabricated shapes and forms as applicable and/or desired for different materials to meet the requirements of strategic sectors such as defence, space, aerospace, nuclear power, thermal power, electronics and communication, railways, petrochemical, renewable energy industry in India, and of general engineering industries, additive manufacturing industries and nanotechnology industries in India or elsewhere, either independently or in collaboration with others.

**B. Matters which are necessary for furtherance of the objects specified in clause III A:**

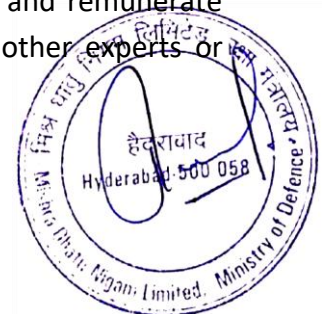
- (i) To provide, maintain, run and operate research laboratories / facilities and/or material and full sized component testing laboratories/facilities and/or experimental workshops/facilities for production, scientific and technical research, experiments and tests (inclusive of routine production tests) of all kinds either independently or in collaboration with others.

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- (ii) To enter into contracts, agreements and arrangements with any other company for carrying out by such other company on behalf of the company of the objects for which the company is formed.
- (iii) To carry on any other business which may seem to the Company capable of being conveniently carried on as ancillary to the Company's main objects.
- (iv) To manufacture, buy, sell, exchange, alter, improve, manipulate, prepare for market and otherwise deal in all kinds of plant, machinery, apparatus, tools, utensils, receptacles, substances, materials, articles and things necessary or convenient for carrying on any of the business or processes of the Company usually dealt in by persons engaged in like business or processes.
- (v) To buy, sell, manufacture, refine, manipulate, import, export, and deal in substances, apparatus and things capable of being used in any business of the company or required by any customers or persons having dealing with the Company.
- (vi) To repair, alter, remodel, clean, renovate, convert, manipulate and prepare for resale and resell any goods from time to time belonging to the company.
- (vii) To employ expert in investigate and examine into the conditions, prospects, value, character and circumstances of any business concern and undertaking and generally of any assets, property or rights.
- (viii) To establish shops, rooms and depots for the retail and wholesale sales or hire of the products of the Company.
- (ix) To carry on any business which this company is authorized to carry on by means, or through the agency of, any subsidiary company or companies, by forming such subsidiary company or companies and to enter into any arrangement with such subsidiary company or companies for taking the profits and bearing the losses of any business or branch so carried on, or for financing any such subsidiary company or companies or guaranteeing its/their liabilities, or to make any other arrangement which may seem desirable with reference to any business so carried on including the power, at any time and either temporarily or permanently, to close any such business.
- (x) To appoint Directors, Managers or Secretaries of any subsidiary company or of any other company in which this company is or may be interest.
- (xi) To take part in the management, supervision and control of the business or operations of any company or undertaking.
- (xii) For the purpose mentioned in the preceding clause to appoint and remunerate any directors, managers, secretaries, trustees, accountants or other experts or agents.

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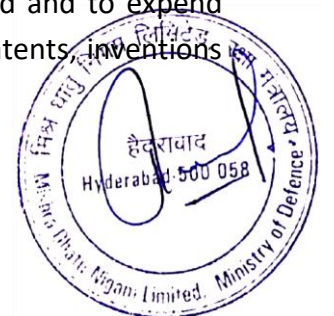




conveniently carried on in connection with the above, or calculated directly or indirectly to enhance the value of or render more profitable any of the Company's property, and to give or accept by way of consideration for any of the acts or things aforesaid or property acquired, any shares, debentures, debenture-stock or securities that may be agreed upon and to hold and retain or sell, mortgage and deal with any shares, debentures, debenture stock or securities so received.

- (xix) To invest and deal with the moneys of the Company as may from time to time be determined.
- (xx) To establish or promote or concur in establishing or promoting any company or companies for the purpose of acquiring all or any of the property, rights and liabilities of the Company or for any other purpose which may seem directly or indirectly calculated to benefit Company and to place or guarantee the placing of, underwrite, subscribe for or otherwise acquire all or any part of the shares, debentures of other securities of any such other company.
- (xxi) To enter into any arrangement with any Government or authority supreme, municipal, local or otherwise or any person or Company that may seem conducive to the Company's objects or any of them and to obtain from any such Government, authority, person or company any rights, privileges, charters, contracts, licences and concessions which the Company may think fit and desirable to obtain and to carry out, exercise and comply therewith.
- (xxii) To apply for, promote and obtain any Act, Charter, privilege, concession, licence, authorization of any Government. State or Municipality or other appropriate authority for enabling the Company to carry any of its objects into effect, or for extending any of the powers of the Company, or for effecting any modification of the Company's constitution or for any other purpose which may seem expedient and to oppose any proceedings or applications which may seem calculated, directly or indirectly to prejudice the Company's interests.
- (xxiii) To apply for purchase, or otherwise acquire, and protect and renew in any part of the world any patents, patent rights, brevets d invention, trademarks, designs, licences, concessions, and the like conferring any exclusive or non-exclusive or limited right to their use, or any secret or other information as to any invention 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 use, exercise, develop or grant licences in respect of, or otherwise turn to account the property, rights, or information so acquired and to expend money in experimenting upon, testing or improving any such patents, inventions or rights.

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- (xxiv) To establish, provide, maintain and conduct, or otherwise subsidise research laboratories and experimental workshops for scientific and technical researches, experiments, and tests of all kinds and to promote studies and research, both scientific and technical, investigations and invention by providing, subsidizing, endowing or assisting laboratories, work-shops, libraries, lectures, seminars, meetings and conferences and by providing for or contributing to the remuneration of scientific or technical professors or teachers or other personnel and by providing for or contributing to the award of scholarships, prizes and grants to students or otherwise and generally to encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind and participating in exhibitions, seminars and conferences that may be considered likely to assist any of the business which the Company is authorized to carry on.
- (xxv) Subject to the provisions of the Companies Act, 2013, to make donations to such persons or institutions and in such cases and either of cash or any other assets as may be thought directly or indirectly conducive to any of the Company's objects or otherwise expedient and in particular to remunerate any persons or corporation introducing business to this Company, and also to subscribe, contribute or otherwise assist or guarantee money for charitable, scientific, religious or benevolent, national, public or their institutions, objects or for any exhibition or for any public general or other objects and to establish and support or aid in the establishment and support of associations, institutions, funds, trusts and convenience for the benefit of the employees or ex-employees (including Directors) of the Company or its predecessors in business or of persons having dealings with the Company or the dependants, 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 a lump sum and to make payments towards insurance and to form and contribute to provident and benefit funds of or for such persons.
- (xxvi) To refer or agree to refer any claim, demand, dispute or any other question, by or against the Company or in which the Company is interested or concerned, and whether between the Company and the member or members or his or their representatives, or between the Company and third parties, to arbitrations in India or at any place outside India, and to observe and perform and to do all acts, deeds, matters and things to carry out or enforce the awards.
- (xxvii) To pay out of the funds of the Company all expenses which the Company may lawfully pay with respect to the promotion, formation and registration of the Company or the issue of its capital including brokerage and commission for

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- obtaining applications for or taking, placing or underwriting or procuring the underwriting of shares, debentures or other securities of the Company.
- (xxviii) To pay all preliminary expenses of any company promoted by the Company or any company in which the Company is or may contemplate being interested including in such preliminary expenses all or any part of the costs and expenses of owners of any business or property acquired by the Company.
- (xxix) To pay for any rights or property acquired by the Company and to remunerate any person or company for services rendered or to be rendered in placing of shares in the Company's capital or any debentures, debenture-stock, or other securities of the Company, or in or about the formation or promotion of the Company or the acquisition of property by the Company or the conduct of its business whether by cash payment or by the allotment of shares, debentures, or other securities of the Company, credited as paid up in full or in part or otherwise.
- (xxx) To adopt such means of making known the business of the Company as may seem 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.
- (xxxi) To lend and advance money or give credit to such persons or companies, on such terms as may seem expedient, and in particular to customers of and others having dealings with the Company and to give indemnities, guarantees or become surety for such persons or companies.
- (xxxii) To receive money on deposit or loan and borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures, or 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 by the Company or any other person or company of any obligation undertaken by the Company or any person or company as the case may be.
- (xxxiii) To undertake and execute any trusts the undertaking of which may seem to be Company desirable and either gratuitously or otherwise.
- (xxxiv) To draw, make, accept, endorse, discount, execute and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments or securities.

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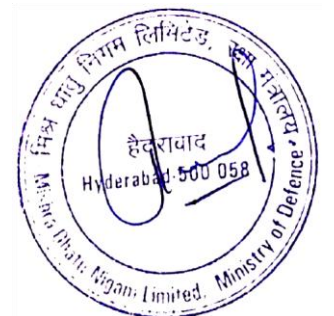


- (xxxv) To sell, improve, manage, develop, exchange, lease, mortgage, dispose of turn to account or otherwise deal with all or any part of the property and rights of the Company for the time being.
- (xxxvi) Subject to the provisions of Section 123 of the Companies Act, 2013, to distribute among the members in specie any property of the Company, or any proceeds of sale or disposal of any property of the Company but so that no distribution amounting to a reduction of capital be made except with the sanction, if any, for the time being required by law.
- (xxxvii) To insure the whole or any part of the property of the Company either fully or particularly, to protect and indemnify the Company from liability or loss in any respect either fully or partially and also to insure and to protect and indemnify any part of portion thereof either on mutual principle or otherwise.
- (xxxviii) To carry out in any part of the world all or any part of the Company's objects as principals, agents, trustee, contractor, or otherwise, either alone or in conjunction with any other person, firm, association, corporate body, municipality, province, state, government or colony or dependency thereof.
- (xxxix) To exercise all or any of its corporate powers, rights and privileges and to conduct its business in all or any of its branches in the Union of India and in any or all states, territories, possessions, colonies and dependencies thereof and in any or all foreign countries, and for this purpose to have and maintain and to discontinue such number of offices and agencies therein as may be convenient.
- (xl) To procure the Company to be registered or recognized in any part of the world.
- (xli) To do all and everything necessary suitable or proper for the accomplishment of any of the purposes or attainment of any of the objects hereinbefore set forth either alone or in association with other corporate bodies, firms, or individuals and to do every other act or acts, thing or things incidental or appurtenant to or growing out of connected with the aforesaid business or powers or any part or parts thereof provided the same be not inconsistent with the laws of the Union of India.

IV. The liability of the members is limited.

V. The Authorized Share Capital of the Company is Rs. 200,00,00,000 (Two Hundred Crore Only) divided into 20,00,00,000 (Twenty Crore) Equity shares of face value Rs. 10/- (Rupees Ten Only) each."

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S. No	Name of subscriber	Address, description and occupation, if any	No. of Shares taken up	Signature of subscriber	Signature of witness and their names, address, description and occupation.
1	2	3	4	5	
1	President of India through Mr. M.M. Sen	M.M. Sen, (Son of Shri B.M. Sen), Secretary, Defence Production, Ministry of Defence, New Delhi, for and on behalf of the President of India.	Six Equity Shares	Sd/- M.M.Sen	Witness for all signatures: 1. (Sd) S.P. Chaudhery Section Officer, Ministry of Defence, New Delhi. 2. (Sd) V.Lakshmikanthan, Under Secretary, Ministry of Defence, New Delhi
2	B.D. Nag Chaudhuri	(Son of Dr. U.c. Nag Chaudhuri), Scientific Adviser to Raksha Mantri, Raksha Mantralaya, New Delhi-110 011	One Equity Share	Sd/- B.D. Nag Chaudhuri	
3	G.K. Abhyankar	(Son of K.V. Abhyankar) Finance Advisor, (Defence Services), New Delhi	One Equity Share	Sd/- G.K. Abhyankar	
4	R.V. Tamhankar	(Son of Y.G. Tamhankar), Director, Defence Metallurgical Research Laboratory, Hyderabad	One Equity Share	Sd/- R.V. Tamhankar	
5	P.V. Desai	(Son of V.P. Desai), Director (Aero Ind.), Ministry of Defence, New Delhi	One Equity Share	Sd/- P.V. Desai	
		Total number of Shares taken	Ten Equity Shares		

कृते मिश्र धातु निगम लिमिटेड  
For Mishra Dhatu Nigam Limited

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पॉल अंटनी / PAUL ANTONY  
कंपनी सचिव / Company Secretary