

INCORPORATED UNDER THE COMPANIES ACT, 2013 (Act No. 18 of 2013)

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION OF

"PH1 INDUSTRIES LIMITED

- I. #The name of the Company is **"PH1 INDUSTRIES LIMITED"**
- II. The Registered Office of the Company will be situated in the state of **Telangana**
- III. The Objects to be pursued by the Company on its incorporation are:
 - (A) **Objects to be pursued by the Company on its incorporation are:**
 1. To Manufacture all types of compounds from natural and synthetic rubber, silicone rubber, elastomers and other things, to manufacture sheets and solutions as required from these compounds and other materials and ingredients and to carry out rubber lining, coating , spraying, painting and varnishing of all types of equipments for all industries, including, pumps, fans, blowers, filters centric leaners, ducts, rollers, electrolytic mercury cells, tanks and vessels, pipes and fittings, valves and such other things.
 2. To carry out any other type of lining work for all types of equipments for all industries and to manufacture the required compounds and materials for this purpose.
 3. *To design, engineer, manufacture, fabricate, assemble, procure, supply, install, commission, operate and maintain Alternative Fuel and Raw Material (AFR) systems, liquid fuel firing systems, solid fuel co-processing systems, waste handling systems, waste-to-energy systems, storage tanks, pumping systems, piping systems, conveyors, extraction systems, feeding systems, fire protection systems, emission control systems, automation systems, instrumentation systems, electrical systems, PLC/DCS based control systems and other industrial equipment and machinery for cement, power, chemical, pharmaceutical, petrochemical, mining, steel, waste management and other industries.

**Inserted vide Special Resolution passed by the Members at the Extra Ordinary General Meeting held on June 18, 2026*

#Pursuant to a Special Resolution passed at the Extra Ordinary General Meeting of the shareholders of the Company held on July 04, 2026, the Name of the company has been changed from "PH1 INDUSTRIES PRIVATE LIMITED" to PH1 INDUSTRIES LIMITED



4. *To carry on the business of collection, handling, transportation, processing, segregation, shredding, screening, drying, storage, recycling, recovery, treatment, utilization and co-processing of municipal, industrial, commercial, hazardous and non-hazardous waste, refuse-derived fuel (RDF), biomass, carbon black, alternative fuels, spent solvents and other recoverable materials and to provide turnkey engineering, consultancy, project management, technical services, operation and maintenance services in connection therewith.
5. *To provide engineering consultancy, project management, technical advisory, erection supervision, commissioning assistance, operation and maintenance (O&M) services, annual maintenance contracts (AMC), and to import, export, buy, sell, trade and distribute equipment, machinery, spare parts and systems related to the objects specified above, and to act as agents, distributors or representatives of manufacturers and suppliers of such equipment in India and internationally.

(IV) Matters which are necessary for furtherance of the Objects of specified in clause III (A)

6. To buy, sell, exchange, alter, improve, prepare for market and otherwise deal in all kinds of plant, materials, equipments and things necessary or convenient for carrying on any of the business of the company usually dealt in by persons engaged in the like business.
7. To enter into contracts, collaborations, agreements and arrangement with any other company, firm or persons, Indian or foreign, for carrying out by such other company, firm or person on behalf of the company, of the objects for which the company is formed.
8. To open current, fixed, overdraft, loan, cash credit, packing credit, or deposit account or other accounts with any bank, company, firm or person and to pay into and to draw money from such accounts.
9. To act as agents and brokers for sellers, buyers, exporters, importers, manufacturers merchants, tradesmen, insurers and others and generally to undertake and carry out agency work and commission business.
10. To purchase, take on lease or in exchange, hire or otherwise acquire any immovable or movable property and any right or privileges which the company may think necessary or convenient for the purpose of its business and in particular any land, buildings, easements, machinery, plant, stock-in-trade, and either to retain any property to be acquired for the purpose of the company's business as may seem expedient.
11. To let on lease or on hire-purchase or to lend or otherwise dispose of any property belonging to the company and to finance the purchase of any such equipments or articles, whether made by the company or by way of purchase and letting thereof on hire purchase or otherwise.

**Inserted vide Special Resolution passed by the Members at the Extra Ordinary General Meeting held on June 18, 2026*



12. To amalgamate with any company or companies having objects, altogether or in part similar to those of this company or to sell, exchange, lease, sub- lease, surrender, abandon, amalgamate, sub-divide, mortgage or otherwise deal with, either absolutely, conditionally or for any limited interests, all or any part of the undertaking, property, rights, or privileges of the company as a going concern or otherwise, or to with any public body corporation, company, society or association or to a person or persons for such consideration as the company may think fit, and in particular for any stock, shares (whether wholly or partly paid), debentures, debenture-stock, securities or property of any other company.
13. To acquire and undertake the whole or any part of business, property and liabilities of any persons, firm or company carrying on or proposing to carry on any business which the company is authorized to carry on or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly benefit the company.
14. To accept gifts of property, shares or assets in connection with the attainment of the main objects of the Company.
15. Subject to the applicable provisions of the Companies Act, 2013 or any other Act in force and rules made there under from time to time, to borrow or raise money or to receive money on deposit for the purposes of the company, in such manner and upon such terms as may seem expedient, and to secure the repayment thereof and of moneys owing or obligations incurred by the company and to create, issue and allot redeemable or irredeemable bonds, mortgages or other instruments, mortgage debentures (such bonds of debentures being made payable to bearer or otherwise and issuable or payable either at par, premium, discount, or as fully paid) and for any such purposes to change all or any part of the property and profits of the company both present and future including its uncalled capital.
16. To enter into partnership or into any agreement for sharing profits or losses, or for any union of interest, joint-venture, reciprocal concession or cooperation with any person or firm or company carrying on or engaged in or about to carry on, or being authorized to carry on any business or transaction capable of being conducted so as to directly or indirectly benefit the company.
17. To invest any monies of the company not immediately required for the purposes if its business in such manner as it may think fit, and to lend money to such parties and on such terms, with or without security as may be thought to be in the interests of the company, and in particular to customers of and persons having dealings with the persons or to the company or to companies, firms or persons carrying on any business which may be useful or beneficial in this regard.
18. To acquire any shares, stocks, debentures, debenture-stock, bonds, obligations or securities by original subscription, render, purchase, exchange or otherwise and to subscribe for the same, either conditionally or otherwise and to guarantee the subscription thereof and to exercise all rights and powers conferred by or incidental to the ownership thereof.



19. To undertake any other business which in the opinion of the Board of Directors of the company is capable of being advantageously or conveniently carried on by the company in connection with or as an ancillary to any of the company's objects or which may be advisable to undertake with a view to developing or prospecting company's interests.
20. To adopt such means of making known the services, business interest of the company as it may deem expedient and in particular by advertising in the press, internet, radio, television and cinema, by circulars, by purchase, construction and exhibitions of work or general interest, by publication of books and periodicals, and by granting prizes, rewards and donations subjects to the provisions of Companies Act, 2013.
21. 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 or the company or for any other purpose which may seem directly or indirectly to benefit the company and guarantee underwriting, subscribe for or otherwise, acquire all or any part of the shares, debentures or other securities of any such other company.
22. To enter into any arrangements with any government or authorities, municipal, local or otherwise, or any persons or company in India or abroad, that is or may be conducive to the objects of the Company or any of them and to obtain from any such government, authority, persons or company, any rights, privileges, charters, contracts, licences and concessions which the Company deems desirable and to carry out, exercise and comply therewith.
23. To apply for or otherwise, acquire and protect and renew in any part of the world any patent rights, invention, trademarks, copyright, designs, licenses, concessions, goodwill conferring any exclusive or non-exclusive or limited right to their use, or any secret or other information as to any invention, processes or know-how which may seem capable of being used for any purpose of the company or the acquisition of which may seem, directly or indirectly, to benefit the company, and to use exercise, develop or grant licenses in respect of or otherwise, turn to account the property, right or information so acquired, and to expend money in experimenting upon testing or improving any such patents inventions or rights.
24. To make donations to such persons or institutions, either in cash or in 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 person or corporations introducing business to the company and to subscribe, or otherwise assist or guarantee money for charitable, scientific, religious or benevolent national, public or political, cultural educational or other institutions, objects or for any exhibition or for any public, general or other objects and to establish and to support associations, institutions, funds trusts and conveniences for the benefit of the employees or former-employees (including Directors) of the company or its predecessors in business 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 as lump sum and to make payment towards insurances and to form and contribute to provident funds and other welfare funds.



25. 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 their representatives or between the company and third parties to arbitration in India or outside India and to observe, perform and do all acts, deeds, matters and things to carry out or enforce the awards.
26. To appoint Directors or Managers of any subsidiary company or of any other company in which this company is or may be interested.
27. To pay for any rights or property acquired by the company or any expenses which the company is required to pay and incidental to the promotion, organization's registration, advertising and to remunerate any person or firm for services rendered or to be rendered in placing of shares in the company's capital or any debentures, debenture stock or otherwise securities of the company or about the formation 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 and also all expenses for the issue of circulars, reports, notices, or the printing, stamping and circulating of proxies or forms to be filed up by the members of the company subject to applicable provisions of the Companies Act 2013.
28. To adopt such means of making known the business of the company as may seem expedient and in particular by advertising in the press, radio, Television, by circulars, by purchase and exhibition of works or art of interest, by publication of books and periodicals and by granting prizes, rewards and donations.
29. To undertake and execute any trust the undertaking of which may seem to the company desirable and either gratuitous or otherwise.
30. Subject to the Banking Regulations Act, 1949 to draw, make, accept, endorse, discount, execute and issue bills of exchange, promissory notes, handiest, bills of lading, warrants, debentures and other negotiable or transferable instruments or securities.
31. To sell, improve, manage, develop, exchange, lease, mortgage, and dispose off or otherwise deal with all or any part of the properties and rights of the company.
32. Subject to the provisions of the Companies Act, 2013 or any other Act in force and the rules made thereupon from time to time, to distribute among the members in speckle any property of the company or any proceeds of sale or disposal of any property of the company such that no distribution amounts to a reduction of capital of the company, except with the sanction as may be required by law.
33. To take up in any part of the world all or any part of the company's objects as principals, agents, trustees, contractors or otherwise either alone or in conjunction with any other person, firm, association, corporate body, municipality, province, state body, or government thereof.



34. To get the company to be registered or recognized in any part of the world and exercise all or any of its corporate powers, rights and privileges and to conduct its business in all or any of the 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.
35. To establish, provide, maintain and conduct or otherwise subsidize, schools, colleges, research laboratories and experimental workshops for scientific and technical research and experiments; to undertake and carry on scientific and technical researches, experiments and tests of all kinds; to promote studies and researches both scientific and technical, investigations and inventions by providing, subsidizing, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing or contribution by way of scholarships, prizes, grants to students or otherwise and generally to encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist any business which the company is authorized to carry on.
36. To do all that is necessary suitable or proper for the accomplishment of any of the purposes or the attainment of the objects or for the furtherance of the objects set forth, either alone or in association with other corporate bodies, firms or individuals, and to do any other acts, things, incidental or appurtenant to, or growing out of, connected with the aforesaid business or powers or any parts thereof, provided the same is not inconsistent with the laws of the Union of India.
37. To aid and support, pecuniary or otherwise, any person, association, body or movement, having for an object the solution, settlement or surmounting of industrial or labour problems or troubles or the promotion of industry of trade concerning the objects or business of the company.
38. To subscribe, contribute, pay, transfer or guarantee money for or to dedicate, donate, present or otherwise dispose of either voluntarily or for value, any moneys or properties of the company to or for the benefit of any national, charitable, benevolent, religious, scientific, public, local general or useful objects, purposes or institutions or to or for any exhibition or for any purpose which may be considered likely directly or indirectly to further the objects of the company or the interests of its members.
39. To place, reserve or distribute as dividend or bonus among the Members or otherwise to apply as the Company may from time to time think fit, any moneys credited in the reserve fund of the Company, received by way of premium on shares or debentures issued at a premium by the Company and any moneys received in respect of dividends accrued on forfeited shares and moneys arising from the sale by the Company of forfeited shares or from unclaimed dividends accrued on forfeited shares and moneys arising from the sale by the Company of forfeited shares or from unclaimed dividends.



40. To grant pensions or other emoluments or gratuities to any employees or former-employees and to officers and former-officers(including Directors and former-directors) of the company or the relations, connections or dependents of any such persons, and to establish or support associations, institutions, clubs, funds, and trusts which may be considered calculated to benefit any such persons or otherwise advance the interests of the company or of its members, and to establish and contribute in accordance with the applicable legal provisions of the Companies Act, 2013 or any other Act in force and the rules made there under from time to time, or to any scheme for the purchase by trustees of shares in the company to be held for the benefit of the company's employees and officers and to lend money to the company's employees, and to provide for the welfare of the employees or former-employees and former-officers (including Directors and former-directors) or contributing to the building of houses or dwellings or quarters or by providing any other amenities and benefits or by creating and from time to time subscribing or contributing to provident funds, association, institutions, schemes or trusts and by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and other assistance as the company may from time to time deem fit.
41. In furtherance of the objects of the company, among other things, to enter into negotiations, collaborations, technical, financial or otherwise with any person, firm, company, body corporate, institution or government Indian or foreign for obtaining grant, license or on other terms of rights and benefits, and to obtain technical information, know-how and expert advice.
42. To pay to any person, firm or body corporate such remuneration and fees and otherwise compensate them for their time and for the services rendered by them and their directors as promoters of the company.
- 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 share capital of the company is Rs. 15,00,00,000/- (Rupees Fifteen Crore Only) divided into 1,50,00,000 (One Crore Fifty lakhs) Equity shares 10 Rupees each

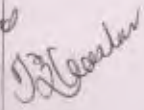
**increased from Rs. 1,00,000 divided to 10,000 Equity shares to Rs. 1,00,00,000/- (Rupees One Crore Only) divided into 10,00,000 (Ten lakhs) Equity shares each vide special resolution dated 31st March 2015.*

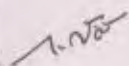
***increased from Rs. 1,00,00,000 divided to 10,00,000 Equity shares to Rs. 15,00,00,000/- (Rupees Fifteen Crore Only) divided into 1,50,00,000 (One Crore Fifty lakhs) Equity shares each vide ordinary resolution dated 06th August 2026.*

[Handwritten signature]



VI. We, the several persons, whose names and addresses are subscribed hereto, 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:

Sl. No.	Names, addresses, description and Occupation of Subscribers	Photo	Number of Equity shares taken by each subscriber	Signatures of Subscribers	Signatures of Witness with address and occupation
1.	Name: JAGANATHAN BHASKAR S/O: JAGANATHAN Add: 49-273/2/1 . PLOT NO:144, 1ST FLOOR PHASE-I, PADMANAGAR COLONY, ADJACENT TO IDPL COLONY HYDERABAD, TELANGANA 500037 DOB: 12-06-1972 Occ: BUSINESS		2,500 (Two thousand Five hundred Shares only)		Signed before me: G. Nagaraj, S/o. G. Nagaraj Rao Nisarga Meadows Apts, Road No.3 Bangalore, Hyderabad - 500034 Occ: Services G. Nagaraj
2.	Name: SURENDRABABU ELLAPPARAS S/O: ELLAPPARAS NARASIMHAN Add: 49-266/2/E PADMANAGAR, PHASE-CHINTAL, QUTHBULLAPUR RANGAREDDY TELANGANA INDIA: 500037 DOB: 23.03.1984 Occ: BUSINESS		2,500 (Two thousand Five hundred Shares only)		Signed before me: G. Nagaraj, S/o. G. Nagaraj Rao Nisarga Meadows Apts, Road No.3 Bangalore, Hyderabad - 500034 Occ: Services G. Nagaraj

Sl. No.	Names, addresses, description and Occupation of Subscribers	Photo	Number of Equity shares taken by each subscriber	Signatures of Subscribers	Signatures of Witness with address and occupation
3.	Name: PRABAKARAN BHASKARAN S/O: BHASKARAN DEENADAYALAN Add: 49-266-8/1, PADMANAVALUR, PHASE-2 CHINTAL, QUTHBULLAPUR, RANGAREDDY - 500054 TELANGANA DOB: 20.05.1982 Occ: Business		2,500 (Two Thousand Five hundred Shares only)		Signed before me: G. Naga Raju 9/6, G. Nageswara Rao Vishnu Meadows Apartments, Road No. 3 Banjara Hills, Hyderabad - 500334 Occ: Solicitor, G. Naga Raju
4.	Name: SAMINATHAN SARAVANAN S/O: SAMINATHAN APPANASAMY Add: 49-272/7, PADMA NAGAR, PHASE-I CHINTAL, QUTHBULLAPUR RANGAREDDY TELANGANA India 500037 DOB: 05.07.1983 Occ: Business		2,500 (Two Thousand Five Hundred Shares only)		
Total Number of Equity shares taken by all subscribers,			10,000 (Ten thousand only)		

Witness Statement:

"I witness to subscriber(s), who have subscribed and signed in my presence on the date and place as given below. Further, I have verified their Identity Details (ID) for their identification and satisfied myself of his/her/their identification particulars as filled in"

Name of the Witness: G. Naga Raju

Signature of the Witness: G. Naga Raju

Dated: 02/09/18

Place: Hyderabad