



RAJNANDINI METAL LIMITED

Date: 31st August, 2020

Ref. No. RML/MS/E/45/2020-21

To

The Manager - Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G-Block
Bnadra Kurla Complex, Bandra (East), Mumbai - 400 051

Scrip Symbol: RAJMET

Sub: Intimation regarding increase in authorized share capital of the Company and consequently change in the capital clause of the Memorandum of Association of the Company

Dear Sir/Madam,

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Shareholders of the Company at its Annual General Meeting held on August 31, 2020 have approved the increase in authorized share capital of the Company and accordingly Clause V of the Memorandum of Association of the Company has been altered as follows:

Clause	Existing clause	Amended clause
V	The Authorised share capital of the company is Rs. 6,50,00,000/- (Rupees Six Crores Fifty Lakhs Only) divided into 65,00,000/- (Sixty Five Lakhs) Equity Shares of Rs.10/- (Rupees Ten) each.	The Authorised Share Capital of the Company is INR 12,50,00,000 (Indian Rupees Twelve Crores, Fifty lakhs only) divided into 1,25,00,000 (One Crore, Twenty Five Lakhs) equity shares of INR 10 (Indian Rupees Ten) each

The certified copy of the amended page is attached for your records. You are requested to kindly take the above on record.

Yours faithfully,

For Rajnandini Metal Limited

For Rajnandini Metal Limited

Het Ram

Managing Director

Managing Director

DIN - 02925990

Encl: Certified copy of amended page of Memorandum of Association

(THE COMPANIES ACT, 2013)
(COMPANY LIMITED BY SHARES)
**MEMORANDUM OF ASSOCIATION
OF**

RAJNANDINI METAL LIMITED

- I. The Name of the Company is **RAJNANDINI METAL LIMITED**
- II. The Registered Office of the Company will be situated in the State of Haryana
- III. The objects for which the Company is established are :-
 - (A) THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:-
 1. To carry out the Manufacturing, Trading or otherwise deals in the Steel, Iron, Iron Alloys, casting, various metals, various kind of chemicals, furnace oils, petroleum products or other related products etc.
 2. To carry on the business as manufacturers, fabricators, contractors, importers, exporters, stockists, agents, dealers, distributors, smelters, refiners, finishers, buyers or sellers of all kinds and classes of ferrous & non-ferrous metals such as iron and steel, aluminium, tin, nickel, zinc lead, copper, copper continuous rod, brass, silicon scrap and their products & alloys, pipes, wire drawing of any metal and minor metals such as Antimony, cadmium, bismuth, mercury magnesium, chrome metal.
 3. To carry on business of all or any kind of iron and steel founders, steel melters, steel makers, steel shapers and manufacturers, mechanical engineers and fabricators, contractors, tool makers, brass founders, metal workers, manufacturers of steel, metal and malleable grey, casting including ferrous, non-ferrous, special and alloy steel, spring steel, forging quality steel manufacturers, processors of all types of forged components and accessories, alloys, nuts, bolts, steel, rounds, nails, tools, all types of hard-ware items, plate makers, wire drawers, tube manufacturers, galvanisers, japaners, re-rollers, annealers, enamellers and electroplaters, and to buy, take on lease or hire, sell, import, export, manufacturers, process, repair, convert let on hire, otherwise deal in such products, raw materials, stores, packing materials, by products and allied commodities, machineries, rolling stock implements, tools, tensils, ground tools and materials.
 4. To carry on business of whole sellers, indenting agents, distributor agents for sale, purchase, importers, exporters, traders, suppliers, representatives and commission agents for all kinds of petroleum, petroleum products, chemicals, petro-chemicals and any of their by products.
 5. To carry on the business of manufacturers, processors, refiners, smelters, makers, fabricators, converters, finishers, importers, exporters, agents, merchants, buyers, sellers and dealers in all kinds and forms of steel including alloy steels, stainless and special steels, iron, sponge iron and other metals and alloys, and also the business of zinc, ironmasters, steel and metal converters, ferro-alloy manufacturers, miners, smelters, and engineers in all their respective branches, and to search for, get work, raise, take on lease, make merchantable, manufacture, process, buy, sell and otherwise deal in iron steel and other metals, iron ores, coals, minerals and mineral substances, alloys, and metal scrap of all kinds.

For Rajnandini Metal Limited

Managing Director

(B) THE OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS ARE:

1. To acquire by purchase, lease, exchange or otherwise any movable or immovable property and any rights or privileges which the Company may deem necessary convenient for the main business of the Company.
2. To enter into partnership or any arrangement for sharing profits, union of interest joint venture, reciprocal concession or co-operation with persons or companies carrying on or engaged in the main business of the Company.
3. To import, buy, exchange, alter, improve, manipulate in all kinds of plant machinery, apparatus, tools and things, necessary for carrying on the main business of the Company.
4. To vest any movable or immovable property, rights or interests acquired by or received or belonging to the Company, in any person or persons or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.
5. To purchase or otherwise acquire, construct, carry out, equip, maintain, alter, improve, develop, manage, work, control and superintend factories, any plants, warehouses, workshop, sheds, dwellings, offices, shops, stores, buildings, telephones, electric and gas works and all kinds of works, machinery, apparatus, labour lines, and houses warehouses and such other works and conveniences necessary for carrying on the main business of the Company.
6. To acquire and takeover the whole or any part of the business, goodwill, trade marks, properties and liabilities of any person or persons, firms, companies or undertake other existing or new, engaged in or carrying on or proposing to carry on the main business which the Company is authorised to carry on and possessed of any property or rights suitable for the main business of the Company and to pay for the same either in cash or in shares or partly in cash and partly in shares.
7. To undertake or promote scientific research relating to any business or class of business in which the Company is engaged in.
8. To negotiate and enter into agreements and contracts with Indian and foreign individuals, companies, corporation and such other organisations for technical, financial or any other assistance for carrying on all or any of the main objects of the Company or for the purpose of activating research and development of manufacturing projects on the basis of know-how, financial participation or technical collaboration and acquire necessary formulae and patent rights for furthering the main objects of the Company.

9. Subject to Section 230 to 234 of the Companies Act, 2013 to amalgamate with any other such company or companies having all or any objects similar to the objects of this company in any manner whether with or without process of liquidation of that Company.
10. Subject to the Companies Act, for the time being in force, to undertake or take part in the formation, supervision or control of the main business or operations of any person firm, body corporate, association, undertaking carrying on the main business of the Company.
11. To apply for, obtain, purchase or otherwise acquire prolong and renew any patents, patent-rights, brevets de-invention, processes, scientific technical or such other assistance of all types, manufacturing, process know-how and such other, information, designs, patterns, copyrights, trade marks, licences, concessions and rights or benefits, conferring an exclusive or non-exclusive or limited or right or use thereof, which may seem capable if being used for or in connection with the main objects of the company or the acquisition of which may seem directly for indirectly to benefit the Company on payment of any fee, royalty or such other consideration of all type and to use, exercise or develop the same or grant licences in respect thereof and to spend money in experimenting, upon, testing or improving any such patents, inventions, rights or concessions.
12. To apply for and obtain any orders, charter, privilege concession, licence or authorisation or any Government, State or such other Authority for enabling the company to carry on its main objects into effect or for extending any of the powers, of the company or for effecting any 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 directly or indirectly to prejudice the interest of the company.
13. To enter into any arrangements with any Government or Authorities or any persons or companies that may seem conducive to the main objects of the company or any of them and to obtain from any such Government, Authority, person or any company rights, charters, contracts, licences and concessions which the company may obtain and to carry out, exercise and comply therewith.
14. To procure the company to be registered or recognised in or under the laws of any place outside India and to do all acts necessary for carrying on in any foreign country the main business of the company.
15. To draw, make, accept, discount, execute and issue bills of exchange, promissory notes, bills of landing, warrants, debentures and such other negotiable or transferable instruments or securities of all types and to open Bank Accounts and to operate the same in the ordinary course of business.
16. Subject to Sections 179, 180, 185, 186 of the Companies Act, 2013, and the Regulations made there under and the directions issued by Reserve Bank of India to receive money on deposits or loans and to borrow or raise money in such manner and at such time or times as the company may determine and in particular by the issue of

debentures, debenture-stock, perpetual or otherwise and to secure the repayment of any money borrowed, raised or owning by mortgage, charge or lien upon all or any of the properties or assets of revenues and profits 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 such person or company of any obligation under taken by the company of such other person or company and to give the lenders the power to sell and such other powers as may seem expedient and to purchase redeem or pay off any such securities.

17. To undertake and execute any trusts, the undertaking of which may seem to the company beneficial either gratuitously or otherwise in connection with the main business of the company.
18. To establish or promote or concur in establishing or promoting any company for the purpose of acquiring all or any of the properties, rights and liabilities of the company.
19. To mortgage, exchange, grant licence and other rights, improve, manage, develop or dispose of undertaking, investments, assets and effects of the company or any part thereof for such consideration as may be conducive to the main business of the company and in particular for any shares, stocks, debentures or such other securities of any other company having main objects all together or in part similar to those of the company.
20. To distribute as bonus shares among the members or to place to reserve or otherwise to apply, as the company may, from time to time, deem fit, in any monies received by way of premium on debentures, issued at a premium by the company and any money received in respect of forfeited shares, and monies arising from the sale by the company of forfeited shares, subject to the provisions of Section 52 of the Companies Act, 2013.
21. To employ agents or experts to investigate and examine into the conditions prospects, value, character and circumstances of main business concerns and undertakings and generally of any assets, properties or rights which the company purposes to acquire.
22. To create any reserve fund, sinking fund, insurance fund or any other such special funds whether for depreciation, repairing, improving, research, extending or maintaining any of the properties of the company or for any other such purpose conducive to the main objects of the company.

For Rajnandini Metal Limited

Managing Director

23. Subject to the provisions of Section 179, 180, 182 and 183 of the Companies Act, 2013 to subscribe, contribute, gift or donate any monies, rights or assets for any national educational, religious, charitable, scientific, public general or useful objects or to make gifts or donations of monies or such other assets to any institutions, clubs, societies, associations, trusts, scientific research associations, funds, universities, colleges or any individual, body of individuals or bodies corporate.
24. To establish and maintain or procure for the establishment and maintenance of any contributory or non-contributory pension or superannuation, provident or gratuities funds for the benefit of and give or procure the giving of the donations, gratuities, pensions, allowances, bonus or emoluments to any persons who are or were at any time in the employment or service of the company, or any company which is a subsidiary of the company is allied or associated with the company or with any such subsidiary company who are or were at any time Directors or officers of the company or any other such company and the wives, widows, families and dependants of any such persons and also to establish and subsidise and subscribe to any institutions, associations clubs or funds of or in advance the interests and well being of other Company or any such other company or persons as aforesaid and make payments to or towards the insurance of any such persons and to do any other matters either alone or in conjunction with any other company.
25. To establish for any of the objects of the company branches or to establish any firm or firms at places in or outside India as the company may determine.
26. To pay for any property or rights acquired by or for any services rendered to the company and in particular to remunerate any person, firm or company introducing, business to the company either in cash or fully or partly-paid up shares with or without preferred or deferred rights in respect of dividend or repayment of capital or otherwise or by any securities which the company has power to issue or by the grant of any rights or options or partly in one mode and partly in another and on such terms as the company may determine subject to the provisions of Section 188 of the Companies Act.
27. To pay out of the funds of the company all costs, charges and expenses of and incidental to the formation and registration of the company and any company promoted by the company and also all costs, charges, duties, damages and expenses of and incidental to the acquisition by the company of the property or assets.
28. To send out to foreign countries and any where in India its directors, employees or any other such person or persons for investigating possibilities of any business or trade for procuring and buying any machinery or establishing trade connections or for promoting the main business of the company and to pay all expenses incurred in connections therewith.
29. To compensate for loss of office of any Managing Director or Directors or such other officers of the company within the limitations prescribed under the Companies Act, 1956 or such other statutes or rules having the force of law and to make payments to any person whose office of employment or duties may be determined by virtue of any transaction in which the company is engaged in.

For Rajnandini Metal Limited

Managing Director

30. To agree to refer to arbitration any disputes present or future between the company and any such other company, firm, individuals or any other such body and to submit the same to arbitration in India or abroad either in accordance with Indian or any foreign system of law.
31. To appoint agents, sub-agents, dealers, managers, canvassers, sale representatives or salesmen for transacting the main business of this company and to constitute, agencies of the company in India or in any other country and to establish units and agencies in different parts of the world.
- IV. The liability of the Members is Limited.
- V. The Authorised Share Capital of the Company is INR 12,50,00,000 (Indian Rupees Twelve Crores, Fifty lakhs only) divided into 1,25,00,000 (One Crore, Twenty Five Lakhs) equity shares of INR 10 (Indian Rupees Ten) each

For Rajnandini Metal Limited

Managing Director

We, the several persons whose names and addresses are subscribed below 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, addresses, occupation and description of subscribers	No. of Equity Shares taken by each Subscriber	Signature of Subscriber	Signature of witness with address description and occupation
1. Het Ram s/o Sh. Atma Ram Sharma Address: R/o 1211-A, Firoz Gandhi Nagar Block-A Dabua, Faridabad Haryana – 121001 Occupation: Director (Business)	5000 (Five Thousand only)	Sd/-	I witness the signature of both the subscribers who signed before me Sd/- Naresh Kumar Aggarwal S/o Sh. Manohar Lal Aggarwal 457, Sector -17, Faridabad M. No. 87351 CA in professional
2. Mohan Sharma S/o Sh. Atma Ram Sharma Address: R/o 1211-A, Firoz Gandhi Nagar Block-A Dabua, Faridabad Haryana – 121001 Occupation: Director (Business)	5000 (Five Thousand only)	Sd/-	
Total	10,000 (Ten Thousand)		

Dated: 10/03/2010

Faridabad

For Rajnandini Metal Limited

Managing Director