THE COMPANIES ACT 2013

(COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION

OF

RAYDEAN ENTERPRISES LIMITED

1. The name of the Company is Raydean Enterprises Limited.

2. The Registered Office of the Company will be situated in the State of Rajasthan.

3(a) The objects to be pursued by the company on its incorporation are:'

1.To convert the going concern business carried on by the Partnership Firm running in the name and style of M/s RAYDEAN INDUSTRIES (constituted by its Partners Mrs. Alka Dakshini, Mr. Sanjeev Dakshini and Mr. Samarth Dakshini) into the Private Limited Company which will work in the Name and style of RAYDEAN ENTERPRISES PRIVATELIMITED and upon such conversion to acquire all of the assets, rights, privileges, licenses, contracts, benefits of contracts, pending contracts, authorizations, policies and permits and/or all of its liabilities of the said business or connected therewith on such terms and conditions in pursuance of Provisions of Part I of the Chapter XXI of the Companies Act, 2013.

2. To carry on in India or elsewhere all or any of the business of designing, manufacturing, trading and marketing of high efficiency Solar PV Modules and its components like cell and wafers, Module Mounting Structures, Solar PV Auto Trackers and its components, Solar PV Components; Controllers and Inverters, BLDC Motors, Solar BLDC motor Fans, Solar BLDC motor Coolers and ACs including solar lighting systems and poles in material such as steel, aluminium, castiron, plastics and electrical accessories and wires.

3. To carry on in India or elsewhere all or any of the business to design, develop, improve, invent, carry our research, distribute, import, export, assemble, fabricate, repair, maintain, alter, convene, own, operate, make use of, license, hire, lease, franchise or otherwise deal in all kinds of renewable energy modules, cells, accessories including trading and marketing of high-efficiency Solar PV Modules and its components like cell and wafers, Solar PV components, including but not limited

to solar charge controllers, inverters, converters, power optimizers, MPPT controllers, BLDC Motors, Solar BLDC motor Fans, Solar BLDC motor Coolers Solar BLDC Motor Air Conditioners(ACs), and other solar powered devices for energy efficient applications including solar lighting systems and poles in material such as steel, aluminium, cast iron, plastics and electrical accessories and wires and other electronic components necessary for solar power systems.

4.To carry on the business of manufacturing, assembling, fabricating, designing, processing, importing, exporting, marketing, distributing, dealing, and trading in lighting systems, poles, and related accessories made from aluminium, cast aluminium, steel, stainless steel, cast iron, plastics, and any other suitable material for dealing in street lighting poles, decorative poles, high mast lighting poles, flood lighting systems, smart lighting solutions, and all kinds of lighting products and accessories.

5.To establish and operate factories, workshops, warehouses, and production facilities for manufacturing and assembling lighting systems, poles, and accessories and enter into collaboration, joint ventures, or technical partnerships with foreign or domestic entities for research, development, and advancement in lighting technologies and electrical systems.

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

1. To purchase, acquire, build, construct, alter, maintain, enlarge, equip, pull down, move or replace and to manage and control any buildings, offices, factories, mills, laboratories, shops, machinery equipment, engines, roadways, trolley ways, water courses, electric work, renovate and decorate and other works and conveniences which may seems necessary directly or indirectly to advance the main objects of the Company, and to join with any other person or body corporate in doing any of these things.
2. To import and purchase any machinery, implement, apparatus equipment, material, articles and stores and do all things for attaining the main objects of the Company.
3. To purchase, or tenancy or in exchange hire, take options over or otherwise acquire any estate or interest whatsoever and to hold, develop, plan improve, work, cultivate, deal with and turn on account concessions, grants, decrees, licenses, privilege, claims, options or rights of powers of any kind which may appear to be necessary or convenient for attaining the main objects of the

Company and to purchase, hire, build or otherwise acquire crafts, cars, vans or vehicles of any description and to employ the same in the business of the Company.

4. To acquire from any person, firm or body corporate, whether in India or elsewhere, technical information, know how, processes, engineering and operating data, plans, layouts and blueprints useful for the design, erection and operation of plants, machineries or apparatus required for attaining the main objects of the Company and to acquire any grant or license and other rights and benefits in connection therewith.

5. To get approvals from various authorities either government, semi-government or private authorities, required for purpose of attainment of main object of the Company.

6. To enter into Collaboration, Joint ventures, Agreements, or arrangements for furthering the functions, activities and interest of the Company.

7. To establish and support or aid in the establishment and support of associations, institutions, funds, trusts, and conveniences calculated to benefit employees or directors, or past employees, or directors of the company or its predecessors in the business or the dependents or connections of any such persons, and to grant pensions, allowances and to make payments towards insurance and to subscribe or guarantee money for charitable or benevolent objects or for any public general or useful object.

8. To enter into arrangements with Government or authority supreme, municipal or local or otherwise that may seem conducive to the company's objects or any of them and to obtain from any such Government or authority any rights, privileges and concessions which the company may think it desirable to obtain and to carry out, exercise, and comply with any such arrangement, rights, privileges and concessions.

9. To borrow or raise money other than by way of public deposits in the manner permitted under the Companies Act, 2013 and secure the payment of money in such manner as the company may think fit and to secure the same or repayment or performance of any debt, liability, contract guarantee or other engagement entered or to be entered into by the company in any way and in particular by issue of debentures charged upon all or any of company's undertaking or property including its uncalled capital, and to purchase, redeem or pay off such debentures.

10. To remunerate any person or company for services rendered or to be rendered in placing or assisting to place or guaranteeing placing of any shares in the company's capital or any debentures,

or other securities of the companies or in or about the organization, formation or promotion of the company or conduct of its business.

11. To invest and deal with the monies of the company in shares, debentures loans and/or in such other manner as may from time to time be deemed expedient and in particular to invest any monies of the company not immediately required for its business, including lending of the same to such parties and on such terms with or without security as may be thought to be in the interest of the company and in particular to customers of and persons having dealings with the company or carrying on any business which may be useful or beneficial to the company.

12. To create any depreciation fund, reserve fund, sinking fund or any other special fund whether for redemption of debentures or debenture-stock, for special dividends, for repairing, improving, extending and maintenance of any property rights or assets of the company for any other purpose.

13. 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 commissions for obtaining applications for or taking, placing or underwriting or procuring the underwriting of shares, or debentures or other securities of the company.

14. To undertake and execute any trusts the undertaking of which may seem to the company desirable either gratuitously or otherwise.

15. To participate in national and international trade fairs and exhibitions for the promotion and development of business and pursue any such activity or to do such other acts deeds and things which are incidental or ancillary to the attainment of the main object.

4. 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.

5. The share capital of the company is Rs. 15,00,00,000 divided into 1,50,00,000 Equity Shares of 10 Rupees each.

6. 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 against our respective names:

S. No	Subscriber Details					
	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of shares taken		Signature	Dated
1	**ALKA DAKSHINI** W/o SANJEEV DAKSHINI R/o. C-1104, GRAND RESIDENCY KANAK VRINDAVAN, SIRSI ROAD, JAIPUR, RAJASTHAN - 302012 OCCUPATION: BUSINESS	08066824	2500	EQUITY	Sd/-	13/02/2025
2	**SANJEEV DAKSHINI** S/o. LATE SHRI M.B. DAKSHINI R/o. C-1104, GRAND RESIDENCY KANAK VRINDAVAN, SIRSI ROAD, JAIPUR, RAJASTHAN – 302012 OCCUPATION: BUSINESS	02854617	5000	EQUITY	Sd/-	13/02/2025
3	**SAMARTH DAKSHINI** S/o. SANJEEV DAKSHINI R/o. C-1104, GRAND RESIDENCY KANAK VRINDAVAN, SIRSI ROAD, JAIPUR, RAJASTHAN – 302012 OCCUPATION: BUSINESS	07987676	2500	EQUITY	Sd/-	13/02/2025
		Total Shares taken	**10,000**	**EQUITY**		

Signed before Me

Name	Address, Description and Occupation	DIN/PAN/Passport Number/ Membership Number	Signature	Dated
ACA YOGESH KUMAR JANGID	OFFICE AT E709 NAKUL PATH LALKOTHI JAIPUR 302015 OCC PCA CHARTERED ACCOUNTANT	454201	Sd/-	13/02/2025

Note: Amendments made to the Memorandum of Association of the Company since incorporation have been detailed in Annexure-I.

Annexure-I

Alteration in Memorandum of Association of Raydean Enterprises Limited

S. No	Date of Alteration	Clause Altered	Nature of Amendment
1.	14th February, 2025	Clause V – Capital Clause	Increase In Authorized Share Capital from Rs 1,00,000 to Rs 5,00,00,000
2.	1ST August, 2025	Clause V – Capital Clause	Increase In Authorized Share Capital from Rs 5,00,00,000 to Rs 15,00,00,000

SANJEEV DAKSHINI
DIRECTOR
DIN :- 02854617