(THE COMPANIES ACT, 2013)

(COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION

OF

GNI INFRASTRUCTURE LIMITED

I. The name of the company is **"GNI INFRASTRUCTURE 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 at Mumbai.**

III. (A) THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION: -

1. To carry on India and abroad, either alone or jointly with one or more person, government, local or other bodies, the business of infrastructure development activities such as to construct, build, alter, acquire, convert, improve, design, erect, establish, equip, develop, dismantle, pull down, turn to account, furnish, level, decorate, fabricate, install, finish, repair, maintain, search, survey, examine, inspect, locate, modify, own, operate, protect, promote, provide, participate, reconstruct, grout, dig, excavate, renovate, remodel, rebuild, undertake, contribute, assist, and to act as civil engineer, interior decorator, consultant, advisor, supervisor, administrator, contractor, sub-contractor, turnkey contractor and manager of all types of constructions & developmental work in all its branches such as roads, ways, culverts, dams, bridges, railways, tramways, water tanks, reservoirs, canals, , warehouses, factories, buildings, structures, drainage & sewage works, water distribution & filtration systems, P.S.C poles, ready mix concrete, docks, harbours, piers, irrigation works, foundation works, mining, quarrying, flyovers, airports, runways, rock drilling, stadiums, hydraulic units, sanitary work, power supply works, power stations, hotels, hospitals, dharmashalas, multistory, colonies, complexes, housing projects, and other similar work.

2. To purchase, sale or deal in all type of movable or immovable properties for development or for resale such as steel, bricks, sand, land, stone, asphalt, marble, tiles, sanitary materials, pipes, tubes, tubular structures, cement, paints, adhesive, sheets, roofing, glass, electrical goods, water supply or storage equipment, concrete mixtures, elevators, pipe, fittings, lubricant oils, building materials, and any other building or decorative materials made of cement, stone, timber, teak, board, fiber, paper, glass, rubber, plastic or other natural or synthetic substance or chemical.

3. To manufacture, produce, refine, prepare, purchase, store, sell and to trade and deal in petroleum and all kinds of minerals oils and all products and by-products thereof, including wax, paraffin, soap, paints, lubricants, illuminant, oil cloth, candles, glycerin.

4. *To consolidate the efforts towards integrated municipal solid waste management by setting up solid waste segregation plant at solid waste dumping areas to separate bio degradable and non-degradable waste. To undertake activities for compositing the bio degradable waste with bio cultures to create organic composite. To undertake activities for processing or treating bio-degradable waste for generating power, producing bio-gas, making pellets or briquettes for fuel or organic manure.

5. *To carry on the business of collection, segregation, transportation, trading, processing, composting, recycling, treatment and disposal of all types of waste (whether solid, liquid or gaseous substances) and including municipal solid waste, construction and demolition debris, bio-medical waste, hazardous waste, sewage, waste water etc. undertake use, sale, marketing and/or distribution of all products and by-products that are generated in the process of treatment or disposal of waste and waste products (such as compost, energy and refuse derived fuel generated form waste to energy processes such as bio methanation etc. methane gas from landfill, processing, electronic products suitable for re-use with or without re-furbishing paper, metals and other materials including chemicals obtained from treatment of wastes) and to generate electricity out of the scrap.

6. *To build, construct, alter, maintain, enlarge, pull down, remove or replace and to work, manage and control any buildings, offices, factories, mills, shop, machinery engines, roadways, branches of sidings, bridges, weirs, reservoirs, warehouse wharves, electric works and other works and conveniences which may see, calculated directly or indirectly to advance the interests of the company and to join with any other person or company in doing any of the aforesaid things.

(B) MATTERS WHICH ARE NECESSARY AND ANCILLARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III ABOVE ARE:

4. To enter into negotiation, collaboration, technical or otherwise with any person, firm, company, body corporate, institutions or with Government authorities for obtaining license and to obtain technical information, know-how and expert advice.

5. To acquire from time to time such stock-in trade, patents, trade mark, invention, licenses, concession and effects as may be necessary or convenient for business for the time being, carried on by the Company.

6. To lend & borrow money from banks, institution and other agencies for the objects of the Company at such terms as may be decided by the board of directors from time to time.

GNI Infrastructure Limited
Chh. Sambhajinagar

7. To open accounts or accounts either current or overdrafts or otherwise with any banker, bank, to draw, make, accepts, endorse, discount, execute, and issue cheques, promissory notes, hundies, bills of exchange, bill of lading, warrants, debentures and other negotiable instruments in the course of the company's business.

8. To apply, purchase or otherwise acquire any patents, licenses, concessions and the like, conferring any exclusive or non-exclusive or limited or any secret or other information as to any invention for the purpose of the Company and to use, exercise, develop or grant or licenses in respect of or otherwise turn account the property, rights or information so acquired.

9. To appoints agents to promote the business of the company.

10. To open branch offices throughout India and abroad.

11. To pay for any property acquired by the Company and remunerate any persons, firms or body corporate rendering services to the company either by cash payment or by allotment to him or them share or securities of the company.

12. To let on lease or on hire-purchase system or to lend or otherwise dispose off any property belonging to the Company.

13. To sell, exchange, mortgage, let on lease, royalty or grant, licenses, easements, options and rights over and in any other manner deal with or dispose off the undertaking property, assets, right and effect of the Company.

14. To acquire or undertake all or any part of the business, property and liabilities of any person or company carrying on or proposing to carry on any business which this company is authorized to carry on.

15. Subject to the provisions of the Companies Act, 2013, to amalgamate or to enter into partnership or into any agreement for share of profits, union or interest; joint ventures or reciprocal concession or for limiting competition with any person or persons or company or companies carrying on, or engage in or about to carry on or engage in any business transaction in which this Company is authorized to carry or engage in or which can be carried on in conjunction therewith.

16. To engage in business or transaction in connection with any other person, corporation, company or to hold shares, stocks or bonds in any such company or corporation, the business which this company is authorized to carry on.

17. To procure the recognition of the company in or under the laws of any place in and outside India.

18. To undertake and execute any trust, or undertaking which may seem to the company desirable.

19. Subject to provisions of the Companies Act, 2013, to accept gifts and to give gifts and donations, to create trusts for the welfare of employees, member, director and/or

UNI Infrastructure Limited

their dependents, heirs and children and for any deserving objects and for other persons.

20. To subscribe or guarantee money for the national, charitable, religious, educational, benevolent or other institutions, societies, clubs, funds, association, public general for useful objects or any exhibition.

21. To communicate with the chambers of commerce and other mercantile and public bodies throughout the world and promote measures for the protection of trade, industry and persons engaged therein.

22. To subscribe for, become a member of association and co-operate with any association, whether incorporated or not, whose objects are altogether or in part similar to those of the Company, and to procure from and communicate to any such association such information as may be likely to further improve the objects of the Company.

23. To pay out of funds of the company, all costs, charges and expenses preliminary and incidental to promotion, formation, establishment and registration of the Company.

24. To adopt such means of making known the services, business, interest of the company by advertising in the press, radio, television, and cinema.

25. In the event of winding up to distribute all or any of the Company's assets to the members in specie or kinds or any proceeds or sales or disposal of any property of the company, subject to the provisions of the Companies Act. 2013.

26. To undertake, carryout, promote, and sponsor development including any programme for promoting the social and economic welfare or the upliftment of the public in any rural area and to incur any expenditure on any programme of rural development and to assist execution and promotion thereof either directly or through an independent agency or in any other manner without prejudice to the generality of the promoting of rural development shall also include any programme for the promoting the social and economic welfare of or the upliftment of the public in any rural areas which the Directors consider it likely to promote assist rural development and that word rural area shall include such area as may be regarded as rural area under the provisions of Income Tax Act, 1961 or any other law relating to rural development for the time being in force or as may regarded by the Directors as rural areas.

27. To achieve greater growth of the national economy throughout increased productivity, effective utilization, materials and manpower & other resources, export promotion and continued application of modern technique so as to discharge its social and moral responsibilities to the share-holders, employees, customers, local community and the society, and to undertake, carry out, promote and sponsor or assists any activity which the directors consider likely to promote national welfare or social, economic or moral uplift of the public or any section of the public and in such manner and by such means as the directors may think it proper and to carry out, promote and sponsor any activity for publication of any books, literature, newspaper for advance these object or for giving merit awards or giving scholarship or other

persons or researches and for establishing conducting or assisting any institution, funds, trust having one of the aforesaid objects as one of its objects by giving donations or otherwise in any other manner.

28. To act as principals, agents, contractors, trustees, or otherwise by or through trustees, attorneys, agents or otherwise and either alone or in conjunction with others and to establish offices, agencies, or branches for carrying on any of the objects in India or abroad.

29. Subject to the provisions of the Companies Act, 2013 and/or any other law for the time being in force and directives of the Reserve Bank of India in the this regard, to receive money on deposit or loan other than public deposit and borrow or raise money at interest by way of term loan or otherwise in such manner as the Company shall think fit, and in particular by the issue of debentures, debenture stock, perpetual or otherwise, and if necessary, to secure the repayment of any money borrowed, raised or owing by mortgage, charges, pledge, hypothecation or lien upon all or any of the properties or assets of the company, both present and future, and including its uncalled capital and also by a similar mortgage, charges, pledge, hypothecation or lien to secure and guarantee the performance by the company or any other person or company of the obligation undertaken by the company or any other person or persons as the case may be, and on such other terms and conditions like terms of trustees and lenders, convertibility clause, nomination of Directors as directors may deem fit, so however, that the Company shall not do any Banking business as defined in Banking Regulation Act, 1949.

30. To List it's any of securities on Stock exchange in India or anywhere in the world.

***Clause III (A) of Memorandum of Association of the Company is altered by passing Special Resolution in Extra Ordinary General Meeting of the Company held on 23rd August, 2025.**

IV. The liability of the members is limited.

***V.** The Authorized Share Capital of the Company is Rs. 1,21,00,00,000 (Rupees One Hundred and Twenty-One Crore Only) divided into 12,10,00,000 (Twelve Crore Ten Lakhs Only) Equity shares of Rs. 10. (Rupees Ten Only) each.

***Clause V of Memorandum of Association of the Company is altered by passing Ordinary Resolution in Extra Ordinary General Meeting of the Company held on 23rd August, 2025.**

We the several persons, whose names and addresses hereunder 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 the Capital of the Company set opposite our respective names:

Name, Address, Occupation & Description of each subscriber	No of Equity Shares by each Subscribers	Signature of Subscribers	Signature of witness his Name, address, description and Occupation
1) Shri. Khusbirsingh S/o. Basantsingh Bindra, 5, Jyoti Nagar, Aurangabad. Occu. Business.	2500 (Two Thousand Five Hundred) @ Rs. 10 each	Sd/-	
2) Shri. Harvindersingh S/o. Basantsingh Bindra, 5, Jyoti Nagar, Aurangabad. Occu. Business.	2500 (Two Thousand Five Hundred) @ Rs. 10 each	Sd/-	Witness for All
3) Shri. Narendersingh S/o. Basantsingh Bindra, 5, Jyoti Nagar, Aurangabad. Occu. Business.	2500 (Two Thousand Five Hundred) @ Rs. 10 each	Sd/-	Sd/-
4) Mrs. Charanjeetkaur W/o. Basantsingh Bindra, 5, Jyoti Nagar, Aurangabad. Occu. Business.	300 (Three Hundred) @ Rs. 10 each	Sd/-	Balaprasad Shankarlal Baldi. 2nd Floor, Kandi Tower, Near Indusind Bank , Jalna Road. Aurangabad- 431001. Chartared Accountant.
5) Shri. Ravindersingh S/o. Khusbirsingh Bindra, 5, Jyoti Nagar, Aurangabad. Occu. Business.	1000 (One Thousand) @ Rs. 10 each	Sd/-	
6) Shri. Harpreetsingh S/o. Harvindersingh Bindra, 5, Jyoti Nagar, Aurangabad. Occu. Business.	1000 (One Thousand) @ Rs. 10 each	Sd/-	

7) Mrs. Manjeetkaur W/o. Harvindersingh Bindra, 5, Jyoti Nagar, Aurangabad. Occu. Business.	100 (One Hundred) @ Rs. 10 each	Sd/-	
8) Mrs. Kawaljeetkaur W/o. Narendersingh Bindra, 5, Jyoti Nagar, Aurangabad. Occu. Business.	100 (One Hundred) @ Rs. 10 each	Sd/-	
TOTAL	10000 (Ten Thousand) @ Rs.10 each		

PLACE : Aurangabad
DATE :22/8/2007