

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

**OF**

**\*\*TRIMOORTY FOAMTECH LIMITED**

[Amended set of Memorandum of Association of the Company pursuant to Change in Name of the Company without changing its main objects vide Special Resolution passed by the members in their Extra-Ordinary General Meeting held on 28<sup>th</sup> April, 2025]

[Amended set of Memorandum of Association of the Company pursuant to Conversion of the Company from Private Limited to Public Limited vide Special Resolution passed by the members in their Extra-Ordinary General Meeting held on 22<sup>nd</sup> August, 2025]

[Amended set of Memorandum of Association of the Company passed by the members in their Extra-Ordinary General Meeting held on 29<sup>th</sup> August, 2025]

- I.     **\*\*The name of the Company is Trimoority Foamtech Limited**
- II.    The Registered Office of the Company will be situated in the State of Maharashtra
- III.
- a) The objects to be pursued by the company on its incorporation are:

1.    *\*\*\* To manufacture, design, develop, assemble, process, fabricate, import, export, and deal in engineered foam-based products and components for all kind of industrial and consumer applications, including but not limited to foam parts, press parts, insulation materials, gaskets, seals, and accessories for use in the automotive, electronic, household appliances, construction equipment sector, farm equipment sector and other industrial and consumer sectors; as well as to manufacture, design, develop, assemble, process, fabricate, import, export, and deal in foam-based consumer goods such as toys, educational products, cushioning materials, packaging products, sports and recreational items, and other related articles.*

**\*\*\*Amended set of Memorandum of Association of the Company vide Special Resolution passed by the members in their Extra-Ordinary General Meeting held on 29<sup>th</sup> August, 2025**

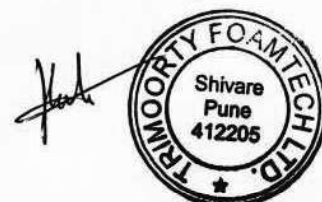


2. To carry on in India or outside India the business to manufacture, process, alter, convert, develop, research, mold, cast, fabricate, assembled, repair, derive, produce, promote, supply, import, export, buy, sell, turn to account, and to act as agent, brokers, wholesalers, retailers, consignor, collaborator, job-worker, franchiser, and to deal in all varieties, characteristics, descriptions, applications and uses of synthetic, natural, or blended polymer, PU-Foam, PE Foam, self-adhesive tapes, woven and non-woven fibers, and its byproducts, rubber products, polymer intermediates, raw materials, derivatives, mixtures, compounds, constituents, auxiliary products, by products, coproducts, including polybutenes, elastomers, styrene, butadiene rubber, polybutadiene rubbers, ethylene rubber, plynchloroprene rubber, nitrite rubber, butyle rubber, rubber latices, thermoplastic elastomers based on ethylene, propylene, polypropylene, styrene, butadiene, alphamethyle styrene, isoprene and any combination thereof.

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

3. To mold cast, design, develop, make, produce, process, screen making, art work, print, purchase, sell cutting, fabricate, assemble, repair, trade, export, import, hire, late on hire, exchange, contact for, mortgage, or otherwise deal in or carryon the activities of Polycarbonate Dials, Acrylic Dials, PVC, Rubber, Plastic, Foam, Precision Machinery, Tools, Dies, Patterns, Press Parts, Electronic Goods, and its Accessories, all kinds of Adhesive Tapes, all kinds of Die Cut Foams Parts, and Sheets, Mechanical Engineers, Electrical Engineers, Iron and Steel Converters, Mill Wrights, Machinists, Fabricators, Metallurgists, Iron Plates Makers, all types of Spares and Spare Parts.
4. To apply for tender, purchase or otherwise acquire any contracts, sub-contracts, licenses and concessions for or in relation to the objects or business herein mention or any of them and to undertake, execute, carryout, dispose off or other wise to account the same.
5. To acquire by concession grant, purchase, barter, lease, or otherwise either absolutely or conditionally and either alone or jointly with other any lands, building machinery plant utensils works, convenience and other movable and immovable property of any description and any patents, trademarks, concessions, privileges and other rights for the objects and business of the Company and to construct, maintain and alter any building or works necessary or convenient for the purpose of the Company and to pay for such land, buildings, works, property or rights purchased or acquired by or for the company or otherwise and to manage, develop, sell or lease, or hire or otherwise dispose off or turn to account the same at such time or times and in such manner and for such consideration as may be deemed proper and expedient.
6. To secure for and to purchase or otherwise acquire from any government, state or Authority any licenses, concessions, grants, decrees, rights, powers and privileges which may seen to the company capable of being turned to account and to work develop, carry out exercise and turn to account for the same.
7. To acquire and undertake the whole or any part of the business, property and liabilities of any person or company carrying on or proposing to carry on business which the company is authorized to carry on or possessed of property suitable for the purposes of

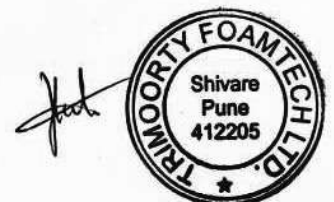
\*\*\*Amended set of Memorandum of Association of the Company vide Special Resolution passed by the members in their Extra-Ordinary General Meeting held on 29<sup>th</sup> August, 2025



the company or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the company.

8. To establish, provide, maintain and conduct or otherwise subsidize research laboratories and experimental workshop for scientific and technical research and experiments and to undertake and carry on with all scientific and technical researches, experiments and tests of all kinds and to promote studies and economic markets and researches, both scientific and technical investigation and invention by providing, subsidizing, endowing, or assisting laboratories, workshop, library, lectures, meetings, and conferences and by providing for the aware of exhibitions, and scholarships, prizes to students, or otherwise generally to encourage, promote, and reward studies, researches, investigations, experiments, tears, and inventions, to any kind that may be considered likely to assist any of the business which the company is authorized to carry on.
9. To enter into any agreements with any government, state, or authority municipal, panchayat, local or otherwise that may seem, conducive, to the companies objects or any of them and to obtain any such government, state or other authority, any rights, privileges and concessions which the company may think it desirable to obtain and to carry out and comply with any such arrangement and to exercise, dispose off or otherwise turn to account any such rights privileges and concessions.
10. To amalgamate, enter into partnership or in to any agreement for profits, union of interest, co-operative, joint venture, reciprocal concession or for limiting competition or otherwise with any person or company carrying on or engaged in, or about to carry on or engage in any business, undertaking, or transaction which can be carried on in conjunction therewith or which may seem capable of being conducted so as directly or indirectly to benefit this company or to amalgamate with any other company having objects altogether or in part, similar to those of this company and to lend money to guarantee the contracts of, or otherwise assists any such person or company and to place, take or otherwise or acquire to be interested in, hold, deal in and dispose of shares, stocks, debentures and other securities of any such company for all or any of the objects mentioned in this Memorandum and to subsidize or otherwise assist any such company and to undertake the management and secretarial or other work duties and business of any such company on such terms as may be arranged.
11. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bill of Exchange, hundies, bill of lading, warrants, debentures and other negotiable or transferable instruments.
12. To borrow or raise or secure the payment of money or receive money or deposit at interest for any of the purpose of the company and at such time or times may be thought fit, by promissory notes, or by taking credit in or opening current account with any person, bank or company whether with or without any security or by such other means as the directors may in their absolute discretion deem expedient and in particular by the issue of debentures or debenture stock, perpetual or otherwise and as security for any such moneys so borrowed, raised or received and of any debentures of or debenture stock so issued to mortgage, pledge, or charge the whole or any part of the property, assets of the company, both present or future including its uncalled capital by special assignment or otherwise to transfer or convey the same absolutely or in trust and subject to Section 179 of the Companies Act, 2013 to give the lenders power of sale

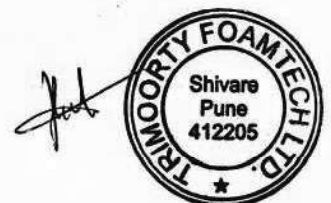
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and other power as may seem expedient and to purchase, redeem or pay off any such securities, provided that company shall not carry on business of banking as defined in the Banking Regulation Act, 1949.

13. To invest and deal with the monies and funds belonging or entrusted to the company riot immediately required lands, buildings, bullion, commodities, articles, goods, negotiable instruments, advances against property or goods, Governments, Municipal and other bonds and securities and in such manner as may from time to time be determined and to vary such investments and transactions and to lend monies to such person and on such terms and with or without security as may seem expedient and in particular to the customer and others having dealing with the company and to guarantee the performance of contract by any such person.
14. To adopt such means of making known the products of the company as may seem expedient and in particular by advertising in press, radio, cinema by circulars, posters, pamphlets, hoarding by purchase and exhibition of work or art or interest by publication of books and periodicals and by granting prizes, rewards, and donations and free samples, free distributions and other incentives and also advertising by television.
15. To aid and / or donate pecuniary Jr otherwise any associations, body or movement having for an object the solution, settlement or surmounting of industrial labor problems or troubles or promotion of industrial trade, science, art, education or knowledge.
16. To remunerate or make donations to (by cash, other assets or by allotment of fully or partly paid shares, or by a call or option on shares debentures, debenture stock or securities of this or any other company or in any other manner, whether out of the Company's capital or profits, or otherwise) any person or persons for services rendered or to be rendered in introducing any property or guaranteeing the subscription of any shares, debentures, debenture stock, or other securities of the company or for any other reason which the company may think proper.
17. To refer or agree to refer any claims, demands, disputes, or any other questions by or against the company in which, the company is interested or concerned whether between the company and the number of members or his representatives or between the company and third parties to arbitration in India or any place outside India and to do all the acts, deeds, matters and things to carry out or enforce the awards.
18. To open current or fixed deposit accounts with any bank, bankers, and to pay into and draw money from such account.
19. To produce the recognition of the company in any company, state, or place outside India and to establish and maintain local registers and branch places of business in any part of the world.
20. To do all or any of the above things as principals, agents, contractors, trustees or otherwise and by or through trustees, agents or otherwise and either alone or in conjunction with others.

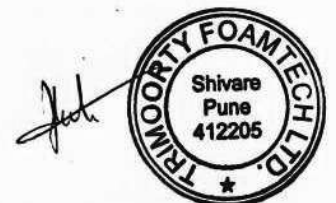
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21. To acquire from any person, firm, any body corporate or unincorporated whether in India or elsewhere technical information know-how, process, engineering and operating data, plans, blue print useful for the business of the company and to acquire in any grant or license or other rights and benefits in foregoing matters and things.
22. To pay all the costs, charges and expenses of an incidental to the promotion, formation, registration and establishment of the company and issue of its capital including any underwriting or other commission, broker's fees and charges in connection therewith and to remunerate (by cash or other assets or by the allotment of fully or partly paid up shares, preference or otherwise and upon such terms and conditions as to the payment of dividend and voting rights as the company's directors may think fit or by a call or option and shares, debentures, stocks and securities of this or any other company or any other manner whether out of company's capital or profits or otherwise) any person or firm, association of persons, corporation or company for services rendered or to be rendered in introducing any property or business to the company or in placing, assisting to place or guaranteeing the subscription of any; Shares, debentures, debenture stock or other securities of the company or about the formation or promotion of the company or any other reason which the company may think proper.
23. To promote, acquire and undertake all or any part of the business property and liabilities of any person, firm, body corporate or corporation, carrying on or about to carry on business which this company is authorized to carry on or which can be carried on in conjunction.
24. To provide for the welfare of the shareholders, employees or ex-employees, Directors, and ex-directors of the company and spouses and families or the dependents or connections of such persons by building or contributing to the building of houses dwelling or chawls or by grants of money pension, allowances, bonus or other payments or by treating and from time to time subscribing or contributing to other funds, associations, institutions, or trusts, and by providing or subscribing or contributing towards places of instructions and recreation clubs, libraries, hospitals and dispensaries, medical and other attendance and other assistance as the company shall think fit.
25. To make donations to such person or institutions 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 person or corporation introducing to this company and subscribe or guarantee money for any exhibition or any public objects.
26. To repair, alter, remodel, clean, renovate, convert, manipulate, and prepare for resale and resell any goods and materials used for the business of the company from time to time belonging to the company.
27. To sell, improve, manage, develop, alter, exchange, turn to account, mortgage, assign, lease, grant licenses, easements and other rights over and in any other manner, deal with or dispose off the undertaking, properties, assets, rights, effects and privileges of the company or any part thereof any consideration and in particular for shares, debentures, or securities of any other company as the company may think fit.

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28. To establish and conduct training institutions for training and to train in India or abroad supervisory personnel, managerial and management trainees, worker, apprentices or employees of the company or of the prospective customers and others in operation, erection, running, repair and fitting of machinery and implements, directly and indirectly connected with the manufacture, sale, management of sale of products of the company and for the theoretical and practical training in management, salesmanship, purchases, production, finishing, advertising, accountancy and computers and tabulator services or other arts of science useful for the activities of the companies and to compensate them for the time devoted by them for such training.
29. To nominate / appoint director or managers, of the company or any Subsidiary Company or any other company in which this company is or may be interested.

c) Other Objects

30. To carry on the business as dealers, starches, essences, colours, chemicals, oils, coke, fuel, and all kind of timber, paraffin, metals.
31. To carry on the business of printers, stationers, lithographers, type-founders, stereotypers, electrotypes, photographic printers, photo-lithographer, chromo-lithographer, engravers, die-sinkers, book binder, designers, draftsmen, advertising agents, book sellers, publishers, manufacturers of and dealers in all kinds of paper and stationery and manufacturers and dealers in preparation of all kinds of articles made from paper or pulp, and pulp materials used in manufacture or treatment of paper including cardboard, billboard, packing materials, cartoons and other papers and any other articles or things of a similar or analogous to the foregoing or any of them or connected therewith.
32. To transact and carry on all kinds of agency business.
33. To invest, sell, purchase, trade, including forward trading, and otherwise deal in shares, debentures, securities, bonds, of companies and / corporation.
34. To act as share broker, sub- broker, merchant bankers, underwriters and managers to the issue of shares, debentures of any company.
35. To act and render services as financial consultants, management consultants, taxation consultants, project consultants, and to undertake such other consultancy in any field as company may deem fit.
36. To carry on in India or elsewhere the business of builders, contractors, designers, architects, decorators, consultants, financiers, and brokers of all types of buildings and structures including houses, flats, offices, godowns, warehouses, shops, factories, sheds, holiday resorts.

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. Every member of the company undertakes to contribute:

\*\*\*Amended set of Memorandum of Association of the Company vide Special Resolution passed by the members in their Extra-Ordinary General Meeting held on 29<sup>th</sup> August, 2025



- i. to the assets of the company in the event of its being wound up while he is a member, or within one year after he ceases to be a member, for payment of the debts and liabilities of the company or of such debts and liabilities as may have been contracted before he ceases to be a member; and
- ii. to the costs, charges and expenses of winding up (and for the adjustment of the rights of the contributories among themselves), such amount as may be required, not exceeding \* Rupees.
- iii. \*\*\*\*The Authorised Share Capital of the Company is Rs. 16,50,00,000/-(Rupees Sixteen Crores Fifty Lakhs only) divided in to 1,65,00,000 (One Crore Sixty Five Lakhs) equity shares of Rs.10/- each with a right to increase and decrease the capital and to divide the in the capital for the time being into several classes and to attach thereto respectively such preferential, deferred or special rights or privileges or conditions as may be determines by or in accordance with the Articles of Association of the Company for the time being and to vary, modify or abrogate any such rights, privileges or conditions.

\*Ordinary Resolution passed in the Extra Ordinary General Meeting of the members held on 8th November 2006.

\*\*Special Resolution passed in the Extra-Ordinary General Meeting of the members held on 4<sup>th</sup> September, 2020, increasing the authorized Share Capital from Rs.4,00,000/- (Rupees Four Crore only) to Rs. 6,50,00,000/- (Rupees Six Crore Fifty Lakhs only)

\*\*\*Ordinary resolution passed in the Extra-Ordinary General Meeting of the members held on 26<sup>th</sup> May, 2025, consolidating and dividing the Authorized Share Capital from Rs. 6,50,00,000/- (Indian Rupees Six Crore Fifty Lakh only) divided into 6,50,000 (Six Lakh Fifty Thousand) equity shares having face value of INR 100/- (Indian Rupees Hundred Only) each to Rs. 6,50,00,000/- (Indian Rupees Six Crore Fifty Lakh only) divided into 65,00,000 (Sixty-Five Lakh) equity shares having face value of INR 10/- (Indian Rupees Ten Only) each.

\*\*\*\* Ordinary Resolution passed in the Extra-Ordinary General Meeting of the members held on 26<sup>th</sup> May, 2025, increasing the authorized Share Capital from Rs. 6,50,00,000/- (Indian Rupees Six Crore Fifty Lakh only) to Rs. 16,50,00,000/- (Indian Rupees Sixteen Crore Fifty Lakhs only) divided into 1,65,00,000 (One Crore Sixty-Five Lakh) equity shares having face value of INR 10/- (Rupees Ten) each.

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