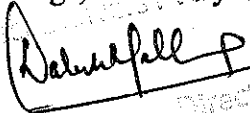


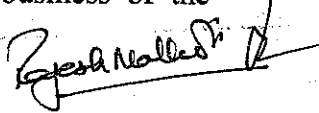
(THE COMPANIES ACT, 2013)
(COMPANY LIMITED BY SHARES)
MEMORANDUM OF ASSOCIATION
OF
EVEREST BLOWERS PRIVATE LIMITED

- I. The name of the company is “EVEREST BLOWERS PRIVATE LIMITED”.
- II. The registered office of the company will be situated in the National Capital Territory of Delhi.
- III. (a) The objects to be pursued by the company on its incorporation are: —
1. To take over the business of partnership firm “Everest Blowers” with its head office at 1/15, East Patel Nagar, New Delhi 1100008 and factory at 424, Modern Industrial Estate, Phase-I, Bahadurgarh, Haryana-124507 as a going concern and all its assets and liabilities.
 2. To carry on the business in India or outside India as manufacturer, service provider, importer, exporter, distributor, designer, stockiest, marketing, assembly, testing, supply, trader and job work or otherwise deal in all type of Blowers (Bi lobe & Tri lobe), Turbo, centrifugal, side channel, air knife, air foil Blowers Vacuum Pumps, Mechanical Vacuum Boosters, Acoustic Hoods, Electrical Panels, Controls & allies Electrical & Mechanical Accessories, Industrial Vacuum Systems, Plants & Packages, engineering components systems, customise, packages, SPM etc. ¹
 3. To carry on all or any of the business of electrical, engineering, mechanical, motor and general engineers, manufacturers and merchants of, agents for and dealers in engineering specialties of every description and such other activities. ²

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

For Everest Blowers Private Limited

Director

For Everest Blowers Private Limited

Director

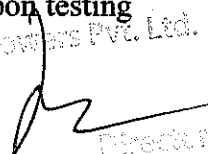
¹ Amended vide special resolution passed at the extraordinary general meeting held on November 15, 2022.

² Amended vide special resolution passed at the extraordinary general meeting held on November 15, 2022.

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, warehouse, sheds, offices, shops, stores, buildings, machinery, apparatus 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 undertake or promote scientific research relating to any business or class of business in which the company is engaged in.
7. To acquire and takeover the whole or any part of the business, goodwill, trademarks, properties and liabilities of any 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 authorized 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 or Otherwise.
8. To negotiate and enter into agreements and contracts with Indian and foreign individuals, companies, corporations and such other organizations or persons for technical, financial or any other such assistance for carrying out all or any of the main objects of the Company or for the purpose of activity 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 232 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 any law 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 other assistance of all types, manufacturing process know-how and such other assistance of all types, manufacturing process know-how and such other, information, design, patents, copyrights, trademarks, licenses, concessions and rights or benefits, conferring and exclusive or non-exclusive or limited or right or use thereof, which may seem capable if being used for or in connection with the objects of the Company or the acquisition of which may seem directly or indirectly to benefit the Company on payment of any fee royalty or other consideration of all type and to use, exercise or develop the same under or grant licenses in respect thereof and to spend money in experimenting upon testing or improving any such patents, inventions, right or concessions.

 Director

For Everest Flowers Pvt. Ltd.
 Director

12. To enter into any arrangements with any Government or Authorities 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 company any rights, charters, contracts, licenses and concessions which the Company may obtain and to carry out, exercise and comply therewith.
13. To procure the Company to be registered or recognized in or under the laws of any place outside India and to do all acts necessary for carrying on in any foreign country for the business or profession of the Company.
14. To draw, make, accept, discount, execute and issue bills of exchange, promissory notes bills of lading, warrants, debentures and such other negotiable or transferable instruments of all types or securities and to open Bank Accounts and to operate the same in the ordinary course of the Company.
15. To advance money, either with or without security to such persons and upon such terms and conditions as the Company may deem fit and also to invest and deal with the moneys of the Company not immediately required in or upon such investments, and in such manner as may be determined, not being investment in company's own shares provided that the company shall not carry on the main business of banking as defined in the Banking Regulations Act, 1949.
16. Subject to sections 73, 74, 75, 76 179, 180 and 186 of the Companies Act, 2013 and the Regulations made there under and the directions issued by Reserve Bank of India to receive money or loans and borrow or raise money in such manner and at such time or times as the Company thinks fit and in particular by the issue of debentures or debenture stock, perpetual or otherwise and to secure the repayment of and money borrowed, raised or owing by mortgage, charge or lien upon all or any of the properties or assets of revenue 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 such other person or company of any obligation undertaken by the company of such other person or company and to give the lenders the power to sell and such other power 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 promote any company for the purpose of dealing all or any of the properties, rights and liabilities of the Company.
19. To sell, lease, mortgage, exchange, grant licenses and other rights improve, manage, develop and dispose of undertakings, investments, assets and effects of the company or any part thereof for such consideration as may be expedient and in particular for any shares, stocks, debentures or other securities of any other such company having objects altogether or in part similar to those of the Company.
20. Subject to the provisions of section 66 of Act, to distribute among the member or to place to reserve or otherwise to apply, as the Company may, from time to time

for EVEREST BLOWERS PVT. LTD.

for EVEREST BLOWERS PVT. LTD.

Director

Director

determine any money received in respect of forfeited shares, Money arising from sale by the company of forfeited shares, subject to the provisions of the Companies Act, 2013

21. To distribute as dividend or bonus shares, among the members or to place to reserve or otherwise to apply as the company, from time to time, deem fit in any money 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.
22. To employ agents or experts to investigate and examine into the conditions, prospects value, character and circumstances of any business concerns and undertakings and generally of any assets properties or rights which the Company purpose to acquire.
23. To create any reserve fund, sinking 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 interest of the Company.
24. Subject to the provisions of Section 179, 182 & 183 of Companies Act, 2013, to subscribe, contribute, gift or money, rights or assets for any national educational, religious, charitable, scientific, public, general or usual objects or to make gifts or such other assets to any institutions, clubs, societies, associations, trusts, scientific research associations, funds, universities, college or any individual, body of individuals or bodies corporate.
25. To establish and maintain or purpose for the establishment and maintenance of any contributory or non-contributory pension or superannuation, provident or gratuity funds for the benefit of and give of 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 or is allied to or associated with the Company or with any such subsidiary company or who are or were at any time Directors or officers of the Company or any such other company and the wives, widows, families and dependents of any such persons and also to establish and subsidies and subscribe to any institutions, associations, club or funds of or in advance the interests and well-being of other company or persons as aforesaid and to do any other matters aforesaid, either alone or in conjunction with any other company.
26. To establish, for any of the objects of the Company, branches or to establish any firm or firms at place in or outside India as the Company may determine.
27. 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.

for EVEREST BLOWERS PVT. LTD.

Director

for EVEREST BLOWERS PVT. LTD.

Director

28. 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, impositions and expenses of and incidental to the acquisition by the company of any property or assets.
29. To send out to foreign countries and anywhere in India, its director, employees or any other person or persons for investigation possibilities of main business or trade procuring and buying any machinery or establishing trade connections or for promoting the interests of the company and to pay all expenses incurred in the connections therewith.
30. To compensate for loss of office of any Managing Director or Directors or other officers of the Company within the limitations prescribed under the Companies Act, 2013 or such other statute or rule 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.
31. To agree to refer to arbitration any disputes, present or future between the Company and any other company, firm, individual or any other body and to submit the same to arbitration in India or abroad or in any other country and to establish units and agencies in different parts of the world.
32. To appoint agents, sub-agents, dealers, managers, canvassers, sales, 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 establish units and agencies in different parts of the world.
33. To enter into any Joint Venture with any Indian/Foreign entity to attain its main object more effectively.

IV. **The liability of the members is limited.**

V. **The Authorized Share Capital of the Company is INR 5,00,00,000/- (Indian Rupees Five Crores) divided into 49,80,000 (Forty-Nine Lakhs Eighty Thousand) equity shares of INR 10/- (Indian Rupees Ten) each and 20,000 (Twenty Thousand) preference shares of INR 10/- (Indian Rupees Ten) each.³**

for EVEREST BLOWERS PVT. LTD.



for EVEREST BLOWERS PVT. LTD.

Director

³ Amended vide ordinary resolution passed at the extraordinary general meeting held on November 15, 2022.

I. 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: —

Names, addresses, descriptions occupations of each subscribers	Number and Type of Shares Subscribed	Signature of Subscribers	Names, addresses, description, occupation and signature of the Witness
1. Rajesh Malhotra S/o Chaman Lal Malhotra 1/15, East Patel Nagar, New Delhi-110008 Occupation: Business	5,000/- (Five Thousand Equity Shares)	Sd/-	I hereby witness the signatures of both the subscribers Sd/- (Pawan Kumar Singhal) Chartered Accountant [M. No. 83781] S/o Late Shree Ram sarup R/o A-1/B-6, LSC, Pankha Road, Janak puri, New Delhi-110058
2. Amit Kapur S/o Yash Pal Kapur 7/16, First Floor, Roop Nagar, New Delhi-110007 Occupation: Business	5,000/- (Five Thousand Equity Shares)	Sd/-	
Total Shares Subscribed: Place: New Delhi			

Total Shares Subscribed:
Place: New Delhi

Dated: 30-03-2012

For Everest Towers Pvt. Ltd.

[Signature]
 Pawan Kumar Singhal

For Everest Towers Pvt. Ltd.

[Signature]
 Rajesh Malhotra