

**THE COMPANIES ACT, 2013
PRIVATE COMPANY LIMITED BY SHARES**

**MEMORANDUM OF ASSOCIATION
OF
AJC JEWEL MANUFACTURERS LIMITED****

1. The Name of the Company is **AJC JEWEL MANUFACTURERS LIMITED****
2. The Registered Office of the Company will be situated in the State of Kerala.
3. (a) **The objects to be pursued by the company on its incorporation are;**

To carry on the business of manufacturing, trading, retailing, wholesaling, supplying, distributing, importing, exporting, buying, franchising and otherwise deal in all kinds of gold, gold ornaments, diamonds, bullion, silver, platinum, precious stones and other jewellery and also to act as dealers, agents, consigners, consignees of all kinds of lifestyle products made from jewellery and allied items directly and/or through exclusive dealers, franchisees, agents and other related activities.

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

1. To purchase, take on lease or in exchange or otherwise acquire any movable or immovable property or any rights or privileges which the company may think necessary or convenient for the purpose of its business and in particular any land, building, easement, machinery, plant, vehicles and equipments.
2. To enter into agreement or collaboration with any person, or company in India or outside India, for financial participation technical know-how or other services for the purpose of Company.
3. To apply for, purchase, or otherwise acquire any patents, licenses, know-how, concessions permits and the like conferring any exclusive or limited rights, to use any secret or other information as to invention, which may seem capable of being used for any purpose of the Company and to use, exercise, develop or grant licences in respect thereof or otherwise turn to account the property, right or information so acquired.
4. To establish and manage shops, factories, laboratories, research institutions, marketing centres and such other conveniences necessary for conducting the business of the company.



5. To enter into any agreements or arrangements with the Government of India or with any State Government and similar authorities, that may seem conducive to the Company's objects or any of them and to obtain from any such Governments or authorities, all rights, concessions and privileges which the company may think it desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
6. To establish and maintain agencies, place of business and godowns to carry on the business of the company.
7. To modify any of the property of the company as, and to build or rent, shops, offices and other places of business and to use or lease any part of the property of the company not required for the above business.
8. To sell, lease, mortgage or otherwise dispose of or transfer the business, property, assets or undertaking of the company or any part thereof for such consideration as the company may think fit and in particular for shares, stocks, debentures or other securities of any other company having objects altogether or in part similar to those of this company.
9. Subject to the provisions of the Companies Act, 2013 to borrow, raise or secure the payment of money or to receive as deposits, or in such manner as the company shall think fit and in particular by the issue of debentures, charged upon all or any of the Company's properties, both present and future including its uncalled capital and to purchase, redeem and pay off such securities. However, the acceptance of deposits shall be subject to the provisions of Section 73 of the Companies Act, 2013 and the Rules framed there under and also subject to such restrictions as may be imposed by the Government, Reserve Bank of India or any other statutory authorities.
10. To enter into partnership or into any arrangements for sharing of profits, union of interests, joint venture, reciprocal concessions or otherwise with any person or company carrying on or engaged in or about to carry on any business or transaction which this company is authorised to carry on so as to directly or indirectly benefit this company.
11. To apply for and utilise financial assistance from Government, State or Central, Financial Institutions, Bankers, Companies, firms or individuals for the purpose of carrying on and developing all or any of the business or businesses of the company.
12. To promote any other company, corporation, partnership or syndicate for the purpose of acquiring all or any of the property, assets and liabilities of the Company or of advancing, directly or indirectly, the objects thereof or for any other purpose which this company may think expedient.



13. To make or otherwise acquire and hold shares, stock, debentures or other securities in any other company having objects similar to those of this company.
 14. To adopt such means of making known the business or the products of the company as may deem expedient.
 15. To pay all costs, charges and expenses incidental to the promotion, formation, registration and establishment of the company and issue of its capital.
 16. To invest and deal with the monies of the company not immediately required upon such securities and in such manner as may from time to time be determined.
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 Authorized Share Capital of the Company is Rs. 16,00,00,000 (Rupees Sixteen Crore only) divided into 1,60,00,000 (ONE CRORE SIXTY LAKH) Equity Shares of Rs.10/- each (Rupees Ten each) with the rights, privileges and conditions attached thereto as per the relevant provisions contained in that behalf in the Articles of Association of the Company and with power to increase or reduce the same and to divide the shares in several classes and to attach thereto respectively such preferential, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company for the time being in force, and to vary, modify, enlarge or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Act or provided by the Articles of Association of the Company for the time being in force.

****Change of name from AJC JEWEL MANUFACTURERS PRIVATE LIMITED to AJC JEWEL MANUFACTURERS LIMITED consequent to conversion at the Extra-Ordinary General Meeting held on 05/08/2024.**



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:

	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of shares taken
1.	ASHRAF PERINKADAKKAD, S/o KUNHIMOHAMED PERINKADAKKAD HOUSE, IRINGALLUR JUNCTION PARAPPUR, IRINGALLUR, MALAPPURAM - 676304, KERALA Occupation: BUSINESS	BUSPP9040C	500
2.	PERINKADAKKAT KUNHIMOHAMED, S/o ALAVI PERINKADAKKAT, PERINKADAKKATTU HOUSE, KUTTITHARA, IRINGALLUR, PARAPPUR, IRINGALLUR, MALAPPURAM - 676304, KERALA. Occupation: BUSINESS	ASYPK4874A	500
	TOTAL		1000

Signed before me on 23/08/2018

Name	Address, Description and Occupation	DIN/PAN/Passport Number/ Membership Number
FCS K.P. SATHEESAN	KARUNALAYAM, Opp: MALABAR CHRISTIAN COLLEGE, WAYANAD ROAD, CALICUT -673001	4173


