

Date: 13.8.2019

To

The Manager  
Listing Department  
National Stock Exchange of India Limited  
Bandra Kurla Complex, Bandra (East)  
Mumbai – 400 051

Symbol: JASH

Subject: Intimation of amendments in Memorandum of Association of the Company under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 (SEBI LODR)

Symbol: JASH

Dear Sir/Ma'am

With reference to the captioned subject and further to our letter dated 12<sup>th</sup> August 2019 regarding voting results of the Postal Ballot.

We hereby inform you that clause V of the Memorandum of Association of the Company has been amended as below:

\*"V. The Authorised Share Capital of the Company is Rs. 14,00,00,000 (Rupees Fourteen Crores) consisting of 1,34,90,000 (One Crore Thirty Four Lakhs Ninety Thousand) equity shares of Rs. 10/- (Rupees Ten only) each and 5,10,000 (Five lakhs Ten Thousand) Preference Shares Rs. 10/- (Rupees Ten only) each."

The above amendment has been approved by the members vide resolution dated 10.8.2019 through Postal Ballot and the result of the same has been declared on 12<sup>th</sup> August 2019. The amended Memorandum of Association is enclosed herewith.

Kindly take the same on record.

Thanking You,  
Yours Faithfully,  
For JASH Engineering Limited

Tushar Kharpatia  
Company Secretary & Compliance Office  
A- 30144



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**THE COMPANIES ACT, 2013**  
**(COMPANY LIMITED BY SHARES)**  
**MEMORANDUM OF ASSOCIATION**  
**OF**  
**JASH ENGINEERING LIMITED**

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Company No. 10 - 01228

**CERTIFICATE OF CHANGE OF NAME  
IN THE OFFICE OF THE REGISTRAR OF COMPANIES,  
MADHYA PRADESH, GWALIOR  
UNDER THE COMPANIES ACT, 1956**

**In the matter of JASH ENGINEERING PRIVATE LIMITED.**

I do hereby certify that pursuant to the provisions of Section 23 of the Companies Act, 1956 and the Special Resolution passed by the Company at its Extra - ordinary General Meeting held on 15 July, 1994 the name of JASH ENGINEERING PRIVATE LIMITED has this day been changed to JASH ENGINEERING LIMITED .

And that the said Company has been duly incorporated as a Company under the provisions of the said Act.

Given under my hand at GWALIOR this Twenty - First day of September one thousand nine hundred and Ninety Four.

Sd.  
(HAR LAL)  
Registrar of Companies,  
Madhya Pradesh, Gwalior.

Company No. 1226

**FRESH CERTIFICATE OF INCORPORATION CONSEQUENT  
ON CHANGE OF NAME**

In the Office of the REGISTRAR OF COMPANIES, MADHYA PRADESH GWALIOR

Under the Companies Act, 1956 (1 of 1956)

In the matter of JASH ENGINEERING INDUSTRIES PRIVATE LIMITED

I hereby certify that JASH ENGINEERING INDUSTRIES PRIVATE LIMITED which was originally incorporated on Twenty-ninth day of September 1973 under the Companies Act, 1956 and under the name JASH ENGINEERING INDUSTRIES PRIVATE LIMITED, having duly passed the necessary resolution in terms of Section 21 of the Companies Act, 1956 and the approval of the Central Government signified in writing having been accorded thereto in the Ministry of Law, Justice & Company Affairs, Department of Company Affairs (Company Law Board), Regional Director, Bombay's letter NO. RD. 55(21)12/75, dated 22nd January, 1976 the name of the said company is this day changed to JASH ENGINEERING PRIVATE LIMITED and this certificate is issued pursuant to Section 23(1) of the Said Act.

Given under my hand at GWALIOR this TWENTY - NINTH day of JANUARY

Saka NINTH

MAGHA

One thousand nine hundred and SEVENTY SIX

One thousand eight hundred and NINETY SEVEN.

SEAL

Sd -

(Mahesh Prasad)

Registrar of Companies,

Madhya Pradesh, Gwalior.

Form I

[ See Regulation 16 (1) ]

## CERTIFICATE OF INCORPORATION

No. 1226 of 1973

I hereby certify that **JASH ENGINEERING INDUSTRIES PRIVATE LIMITED** is this day incorporated under the Companies Act, 1956 and that the company is Limited by Shares.

Given under my hand at GWALIOR this TWENTY - NINE day of SEPTEMBER,

Saka

Seventh

Asvina,

One thousand nine hundred SEVENTY THREE,

One thousand eight hundred and NINETY FIVE.

SEAL

Sd/-

(Maresh Prasad)

Registrar of Companies

Madhya Pradesh, Gwalior.

Jash Engineering Private Limited

Managing Director

A Company Limited by Shares  
COMPANIES ACT, 1956  
MEMORANDUM OF ASSOCIATION  
OF  
**JASH ENGINEERING LIMITED**

- I. The name of the Company is “**JASH ENGINEERING LIMITED**”
- II. The registered office of the Company will be situated in the State of Madhya Pradesh.
- III. The object for which the Company is established are:
  - (a) **Main objects of the Company to be pursued on its incorporation are:**
    1. To acquire and take-over the business carried on under the style 'Jash Engineering Industries' Pvt. Ltd. with all the properties, assets, rights, title, interest etc. and liabilities and with thereto, enter into agreement which the Directors may think fit and to carry the same into effect or without modifications.
    2. To carry on business as manufacturers of and dealers in all kinds of forgings, castings, machine tools and accessories, precision surface equipments, water control equipments and forged components, ferrous and non-ferrous or otherwise.
    3. To carry on business as Engineers, Designers, Technical consultants, Structural steel fabricators, Iron mongers, Steel makers, Iron and steel convertors, Iron rerollers, Metallurgists, Alloy makers and Furniture makers.
    4. To manufacture, buy, sell, resell, exchange, alter, assemble, improve, manipulate, prepare for market, import or export and otherwise deal in all kinds of dies, jigs, furnaces, machinery, plant, apparatus, equipments, fixtures, appliances, tools, gadgets, utensils, consumers items and all kinds of engineering products, things, materials and substances which the Company can conveniently produce or deal in.
    5. To carry on business as manufacturers and makers of and dealers in any metal, wood, Aluminium, alloy and other products, substances of every kind and to carry on and conduct workshops and foundries of iron, castings, brass and other materials, wood and any other substances.
    6. To carry on business as mechanical engineers, electrical engineers, tool makers, machinists, gas makers, carriers, wood makers, builders, water supply engineers and manufacturers of electrical instruments, apparatus, equipments, tools, motors, generators, welders, electroplating apparatus and other machinery and engineering products and to buy, sell, manufacture, repair, convert, alter, let on hire and deal in machinery, equipments, apparatus, tools, hardware and stores of all kinds.
    7. To undertake and execute the contracts for works involving the supply, erection and use of any machinery and to carry out any ancillary or other works comprised in such contracts.
  - (b) **Objects incidental or ancillary to the attainment of the objects are:**
    8. To carry on business as manufacturers and repairers of and dealers in dynamos, motors, armatures, magnets, batteries, conductors, transformers, convertors, switch boards, cookers, insulating materials and generally electrical plants, appliances and supplies of every description.

9. To carry on business as manufacturers of and dealers in cables, chains, anchors, bolts, wires, cords, conductors, turbines, boilers, engines, motor and mechanical and electrical machinery, plant and fittings generally.
10. To carry on business relating to the winning and working of all materials, the production of working of metals and the production, manufacture and preparation of any other materials which may be usefully or conveniently be combined with the engineering or manufacturing business of the Company or any contract undertaken by the Company and either for the purpose only of such contracts of as an independent business.
11. To establish, acquire, lease, convert, work, let and sell factories, workshops, laboratories, plantation, land buildings, mines and quarries for the manufacture, preparation, extraction, growth or treatment of materials, goods, apparatus, machinery and other things used in any other business or manufacture and to do all other things connected therewith and incidental thereto.
12. To purchase, take on lease or in exchange or otherwise acquire, erect, maintain, equip, construct, reconstruct, repair, renovate or adopt movable or immovable property including factory buildings, residential buildings, guest houses, bungalows, quarters, chawls, offices, warehouses, godowns, roads, structures, workshops, mills, factories, foundries or manufacturing plants, machinery accessories, implements, appliances, apparatus and other things found necessary and convenient for the purpose of the Company and also to extend the business of the Company by purchasing, acquiring, adding to, altering, enlarging, all or any of the buildings, mills, factories, premises or places being the property of the Company and by expanding from time to time for sums of money as may be necessary or expedient for improving, adding to, altering, repairing and maintaining the buildings, structures, machinery, plant and property of the Company and to sell, mortgage, lease, let on hire or otherwise dispose off portion of the same or any right therein as may be thought desirable.
13. To acquire and undertake the whole or any part of the business property and liabilities of any person, firm or company carrying on any business which the Company is authorised to carry on, or possessed of property suitable for the purpose of the Company.
14. To pay for any properties, rights of privileges acquired by the company either in shares of the company or partly in shares and partly in cash or otherwise.
15. To promote any company or companies for the purpose of acquiring all or any part of the property and liabilities of the Company or for any other purpose which may seem directly or indirectly calculated to benefit this Company or for carrying out any of the objects of this Company and to pay the costs, charges and expenses, preliminary or incidental to the promotion, formation, registration, or advertising of any such company.
16. To establish, provide, maintain and conduct or otherwise subsidise research laboratories, experimental workshops for scientific and technical research and experiments, to undertake and carry on with all scientific and technical researches, experiments and researches, experiments and tests of all kinds and to promote studies and research both scientific and technical investigation and invention by providing, subsidising, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conference and providing the remuneration of scientific or technical professors or teachers and by providing for the award of exhibitions, scholarships, prizes, grants and bursaries to students, or independent students, or otherwise and generally to encourage, promote and reward studies, researches, investigations, experiments, tests and invention of any kind that may be considered likely to assist any of the business which the Company is authorised to carry on.

17. To adopt such lawful means of making known the business of the Company as may seem expedient and in particular by advertising in the press, by circulars, by organising or participating in exhibitions, by purchase and exhibition of works of arts of interest by publishing books, magazines, periodicals or by granting scholarships, prize, reward or donations or any other means found necessary or essential, but the Company will not make any contribution to any political party.
18. To do all or any of the above things in any part of the world and as principals, agents, contractors, trustees, or otherwise and by or through trustees, agents or otherwise and either alone or in conjunction with others, subject to law in force.
19. To enter into any arrangements with any Governments or Authorities that may seem conducive to the Company's objects or any of them and to acquire from any Government (Central or State) or Authority local, municipal or otherwise, any concessions, grant, decreed Company capable of being turned to account and to work, develop, carry out exercise and to turn to account the same.
20. To receive moneys on deposits, on current account or otherwise with or without interest provided the Company shall not carry the business of banking as defined by the Banking Companies Act, 1949.
21. To draw, make, accept, endorse, discount, execute & issue promissory notes, bills of exchange, bills of lading, warrants, debentures & other negotiable or transferable instruments, subject to Reserve Bank of India's directions.
22. To lend surplus moneys to such persons & on such terms as may seem expedient and in particular to customers and others having dealing with the Company and to guarantee the performance of contracts by such persons, but the Company will not do banking business as defined under the Banking Companies Act, 1949.
23. To invest and deal with the surplus moneys of the Company in any investments movable or immovable including shares, debentures and securities in such manner as may from time to time seem expedient and in the interest of the Company.
24. To take or otherwise acquire and hold shares in any other Company
25. To borrow or raise money or secure the payment of moneys in such manner as the Company may think fit and in particular by mortgage, legal or equitable or by the issue of bonds, perpetual or otherwise including debentures or debenture stock convertible into shares of this Company or perpetual annuities or otherwise charge upon all or any of the Company's properties, both present and future, including its uncalled capital and to purchase, redeem or payoff such securities.
26. To make gift, or grant bonuses to any persons who are or have been in the employment of the Company, and to provide for the welfare of the persons in the employment of the Company or formerly in its employment (or its predecessors in business) and the wives and families or dependents of such persons by grants of money, pension, allowances, bonuses, profit sharing bonuses or making payments towards insurances or by instituting a pension scheme or pension schemes, or superannuation scheme or by establishing supporting or aiding in the establishment of any associations, institutions, funds, trusts or recreation, hospitals, dispensaries, gymkhanas and other institutions or societies or in any other lawful manner whatsoever .
27. To enter into any arrangement with employees for profit- sharing and giving them rights or interest in the business and assets of the Company either by issue of shares to them or to trustees for them or otherwise and if thought fit to include participation in the control & management of the Company's business either by conferring the right to nominate one or more Directors or Officers with or without special power or otherwise.



28. To remunerate any person or company for services rendered or to be rendered in placing or assisting to place or guaranteeing the placing of any of the shares in the Company's capital or any debentures, debenture stock or other securities of the Company, or in about the formation or promotion of the Company or the conduct of its business.
29. To pay all the costs, charges and expenses of and incidental to the promotion, formation, registration and establishment of the company and the issue of its capital.
30. To support, subscribe, contribute to or otherwise assist any charitable, benevolent, religious, scientific, international, political or any other institutions, associations, organizations, objects or purposes or for any exhibition and without prejudice to the generality of the foregoing provisions and the furtherance thereof the Company may give such aid, support, assistance to such individuals and bodies (incorporated or unincorporated) in such lawful manner as the Company may think fit including in particular :
  - (i) Grants of loans without or at interest and without or with such securities and repayable in such installments as the Directors may think fit;
  - (ii) Grants or contributions towards maintenance of and support to any individual or body, but the Company will not make any contribution to any political party.
31. To lawfully obtain any provisional order of Act of Legislature for enabling the Company to carry on any of its objects in effect and for effecting any modification of the Company's constitution or for any other purpose which may seem expedient, and to oppose any proceedings or applications which may seem calculated directly or indirectly, to prejudice the Company's interest, either singly or jointly with others, but the Company shall not act as a trade union.
32. To guarantee the payment of money unsecured or secured by or payable under or in respects of promissory notes, bonds, debentures, debentures stock, contracts, mortgages, charges, obligations, but the Company will not do banking business as defined under the Banking Companies Act, 1949.

**(c) Other Objects**

33. To amalgamate with any other company or companies having objects altogether, or in part similar to those of this company, subject to the provisions of the Monopolies and Restrictive Trade Practices Act, 1969.
34. To acquire, purchase, take on lease lands, mines, mining rights, plantations, forests, licences, leases, and other rights and privileges and any interest therein to explore, work, exercise and develop and to turn to account the same.
35. To sell or dispose of the undertaking of the Company or any part thereof for such consideration as the company may think fit, and in particular for shares, debentures, or securities of any other company having objects altogether, or in part similar to those of the Company.
36. To generate, develop, accumulate, produce, manufacture, purchase, process, transform, distribute, transmit, sale, supply, sub-contract and/or otherwise import, export, deal in any kind of power or electrical energy using coal, lignite, petroleum products or any other substances, wind energy, solar energy, tidal energy, hydro energy, thermal energy, nuclear energy, atomic energy or any other form of energy and any products or by products derived from any such business of energy and to setup power plants, wind turbines, power stations, hydel power station, solar energy systems or any other facility to generate power and to produce, manufacture, buy or import, sale, treat, exchange, renovate, alter, modernize, install or otherwise deal in any type of machinery, equipment, implement, material, article and stores for generating, distributing, transmitting energy, including electricity and to deal with all persons including Companies, government and semi- government bodies for these purposes and to do all such acts , deeds and things including

construction, laying down, establishing, fixing and to carry out all necessary activities for the aforesaid purpose.

IV. The liability of the members is limited.

\*“V. The Authorised Share Capital of the Company is Rs. 14,00,00,000 (Rupees Fourteen Crores) consisting of 1,34,90,000 (One Crore Thirty Four Lakhs Ninety Thousand) equity shares of Rs. 10/- (Rupees Ten only) each and 5,10,000 (Five lakhs Ten Thousand) Preference Shares Rs. 10/- (Rupees Ten only) each.”

***\*Altered Clause V of MOA vide shareholders resolution dated 10.08.2019 passed through Postal ballot and E Voting under section 61, 110 of the Companies Act, 2013***

We the several persons whose names, and addresses and descriptions and occupations are subscribed are desirous of being formed into a Company in pursuance of these Articles of Association, and we respectively agree to take number of Shares in the Capital of the Company set opposite to our respective names below,

S. No.	Name and Address of Subscriber	Description & Occupation	No. of Shares Taken (Equity)	Signature of Subscribers
1.	<b>SHRI JASHBHAI PATEL</b> S/o Shri Ishwarbhai Patel 42, Chhoti Gwaltoli, Indore (M.P.)	Business	10 (Ten)	sd/- JI Patel
2.	<b>SHRI NAVINCHANDRA PATEL</b> S/o Shri jashbhai Patel 19, White Church Colony Indore (M.P.)	Business	10 (Ten)	Sd/- N Jashbhai
3.	<b>SHRI LAXMINANDAN AMIN</b> S/o Shri Dadubhai Amin 190, Jaora Compound, Indore (M.P.)	Business	10 (Ten)	Sd/- LD Amin
4.	<b>SHRI SURESH KUMAR PATEL</b> S/o Shri Jashbhai Patel 42, Chhoti Gwaltoli, Indore (M.P.)	Business	5 (Five)	Sd/- SJ Patel
5.	<b>SHRI PRAVINCHANDRA PATEL</b> S/o Shri Jashbhai Patel 42, Chhoti Gwaltoli, Indore (M.P.)	Business	5 (Five)	Sd/- PJ Patel
6.	<b>SHRI GIRISH KUMAR PATEL</b> S/o Shri Jashbhai Patel 42, Chhoti Gwaltoli, Indore (M.P.)	Business	5 (Five)	Sd/- GJ Patel
Sd/- GJ Patel Authorised representative and one of the subscribers				
Total Number of Shares		(Forty Five Only)	45	
Dated the 3 <sup>rd</sup> July, 1973		Description and occupation of the witness	Signature of the witness	
Name and address of Witness to the above signatures		<b>LN Dube &amp; Co.</b> Chartered Accountant 104, Jawahar Marg, Indore - 2, (M.P.)	Sd/- LN Dube	
Dated the 3 <sup>rd</sup> July, 1973		Witness to the signatures of the above Subscribers from S. No. 1 to 6. Sd/- Nathuram Kashiram Shukla, 40, South Gadrahedi, Indore (M.P.)		