MEMORANDUM OF ASSOCIATIONS

OF

FGP LIMITED

(1) The Name of the company is **F G P Limited.**

(2) The Registered office of the company will be situated in the "State of Maharashtra."

(3) The Object for which the company is established are:

1. To carry on the business of manufacturers of and merchants in glass fibres (being filaments made of glass silicates or similar substances, whether solid or hollow. and also, filaments of any material when made by the machines or processes developed in connection with the manufacture of such filaments as aforesaid) and all kinds of articles made of or formed from glass fibres and any other glass or similar organic or inorganic sub- stance and to carry on such business in all its branches.

2. To carry on all or any of the trades or businesses of mechanical, electrical, insulating, heating, ventilating. refrigerating, radio or telegraph engineers, electricians. insulation manufacturers and manufacturers of and dealers in all apparatus and things required for or capable of being used in connection with the generation of electricity or the distribution, supply, storage and employment of electricity or water, and also to carry on the businesses of iron, steel and brass founders. copper and tin workers, aluminium and sheet metal workers and workers in all other metals, wire drawers. tube makers, metallurgists, saddlers, galvanizers. japanners, annealers, makers of ferrous and non-ferrous pressings, forgings and stampings, machinists, coopers. packing-case makers, carpenters, wood workers, chromium platers, celluloid manufacturers, enamellers, electroplaters, painters, oil merchants, advertising agents and manufacturers of, dealers in and agents for the sale and purchase of all kinds of machinery, engines, plant, forgings and castings, and all other articles and things of utility and commerce of every kind and description, and to buy, sell, repair, alter and deal in apparatus, machinery, materials and articles of all kinds which shall be capable of being used for the purpose of any business herein mentioned or likely to be required by customers of any such business.

3. *To engage in the business of trading of commodities through any permitted modes and to act in any capacity as principal, agent, trader, merchant, importer, exporter, market maker, clearing agent, forwarding agent or dealer in respect of commodities, commodities linked derivatives traded on commodities exchanges or over the counter and to buy, sell, exchange, acquire, hold, store, transport, hedge, warehouse, process, grade, blend, package, and insure such commodities and other commodities linked instruments.

For F G P Limited

Director

**Sub-Clause 3 has been inserted under Clause (3) pursuant to Special Resolution passed by the shareholders by means of a Postal Ballot on September 12, 2025, and the subsequent clauses have been renumbered accordingly.*

4. To acquire, construct, carry out, equip, maintain, alter, improve, develop, manage, work, control and superintend any electric light and gas-works and power plant, telegraphs and telephones and any markets, water- works, tanks, bridges, staff and workers' lines and houses and bustees, villages, roads, ways, tramways, railways, bridges, canals, reservoirs, aqueducts, water- courses, dykes, drains, wharves, dyeworks, furnaces, crushing works, hydraulic works, workshops, factories, warehouses, sheds, dwellings, offices, shops, stores, buildings and other works and conveniences which may seem directly or indirectly conducive to any of the objects of the Company and to contribute to: subsidise or otherwise aid by taking part in any such operations.

5. To buy, sell, manufacture, repair, alter, improve, ex- change, let out on hire, import, export and deal in all factories, works, plant, machinery, tools, utensils, appliances, apparatus, products, materials, substances, articles and things capable of being used in any business which this Company is competent to carry on or required by any customers of or persons having dealings with the Company or commonly dealt in by per- sons engaged in any such business or which may seem capable of being profitably dealt with in connection therewith and to manufacture, experiment with, render marketable and deal in all products of residual and by- products incidental to or obtained in any of the businesses carried on by the Company.

6. To purchase, take on lease or tenancy or in exchange. hire, take options over or otherwise acquire for any estate or interest whatsoever and to hold, develop. work, cultivate, deal with and turn to account concessions, grants, decrees, licences, privileges, claims, options. leases, property, real or personal, or rights or powers of any kind which may appear to be necessary or convenient for any business of the Company and to purchase, charter, hire, build or otherwise acquire vehicles of any or every sort or description for use on or under land or water or in the air and to employ the same in the carriage of merchandise of all kinds or passengers and to carry on the businesses of owners of trucks, trams, lorries, motor cars and of ship-owners and lighter- men and owners of aircraft in all or any of their respective branches.

7. To acquire from any person, firm or body corporate or incorporate, whether in India or elsewhere, technical information, know-how, processes, engineering. manufacturing and operating data, plants, layouts and blueprints useful for the design, erection and operation of plant required for any of the businesses of the Company and to acquire any grant or licence and other rights and benefits in the foregoing matters and things.

8. To sell, exchange, mortgage, let on lease, royalty or tribute, grant licences, easements, options and other rights over and in any other manner deal with or dis- pose of the whole or any part of the undertaking, property, assets, rights and effects of the Company for such consideration as may be thought fit and in particular for stocks, shares, whether fully or partly paid up, or securities of any other company.

For F G P Limited

Director

9. **(a) Importers of, dealers in and agents for, float glass, plate glass, safety glass, ophthalmic glass and other similar glass products; (b) manufacturers of, dealers in and agents for sale and purchase of, all kinds of articles made of or formed from glass fibres; (c) undertaking contracts relating to applications of glass fibre products; (d) manufacturers and/or sellers/suppliers/hirers of dies/moulds required to produce fibreglass reinforced. (e) manufacturers of glass reinforced cement products; (f) Consultants and/or Technical Advisers in the field of glass fibre and allied or down line activities.

10. ***(a) Construction or fabrication of dwellings, buildings or other structures made of or formed from or with glass fibres or any other glass reinforcements or like organic or inorganic substances and furnishing or equipping the same. (b) manufacturers of dealers in and agents for sale and purchase of all kinds of insulation materials made of or formed from rock or slag.

11. To remunerate any person, firm or body corporate rendering services to the Company either by cash payment or by allotment to him or them of shares or securities of the Company credited as paid up in full or in part or otherwise or by a share in the profits of the Company.

12. To advance, deposit with or lend money, securities and property to or receive loans or grants or deposits from the Government.

13. To lend money, either with or without security, and generally to such persons and upon such terms and conditions as the Company may think fit.

14. To undertake financial and commercial obligations. transactions and operations of all kinds for the business of the Company.

15. To guarantee the performance of the obligations of and the payment of dividends and interest on any stock, shares or securities of any company, corporation, firm or person in any case in which such guarantee may be considered likely directly or indirectly to further the objects of the Company or the interests of its share- holders.

16. To guarantee the payment of money unsecured or se- cured by or payable under or in respect of promissory notes, bonds. debentures, debenture-stock, contracts, mortgages, charges, obligations, instruments and securities of any company or of any authority, supreme. municipal, local or otherwise or of any persons whom- soever, whether incorporated or not incorporated, and generally to guarantee or become sureties for the performance of any contracts or obligations.

***** Inserted vide Special Resolution passed by the Members at their Annual General Meeting held on September 23, 1982.***

****** Inserted vide Special Resolution passed by the Members at their Annual General Meeting held on September 10, 1984.***

For F G P Limited

Director

17. To subscribe for, underwrite, acquire, hold. sell and otherwise deal in shares, stock, debentures, debenture- stock, bonds, mortgages, obligations and securities of any kind issued or guaranteed by any company (body corporate or undertaking) of whatever nature and wheresoever constituted or carrying on business, and shares, stock, debentures, debenture-stock, bonds, mort- gages, obligations and other securities issued or guaranteed by any government, sovereign ruler, commissioners, trust, municipal, local or other authority or body of whatever nature, whether in India or elsewhere.

18. To invest any moneys of the Company in such investments (other than shares or stock in the Company) as may be thought proper and to hold, sell or otherwise deal with such investments.

19. To receive money on deposit or loan and borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures, or debenture stock (perpetual or otherwise) and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the property or assets 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 other person or company of any obligation undertaken by the Company or any other person or company as the case may be.

20. To draw, make, accept, discount, negotiate, execute and issue bills of exchange, Government of India and other promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments or securities.

21. To apply for, purchase or otherwise acquire and protect, prolong and renew, whether in India or elsewhere, any patents, patent rights brevets d'invention, trademarks, designs, licences, protections, concessions and the like conferring any exclusive or non-exclusive or limited right to use any secret or other information as to any invention, process or privilege which may seem capable of being used for any of the purposes of the Company or the acquisition of which may seem calculated directly or indirectly to benefit the Company and to use, exercise, develop, manufacture under or grant licences or privileges in respect of, or otherwise turn to account, the property, rights and information so acquired and to carry on any business in any way connected therewith.

22. To expend money in experimenting on and testing and in improving or seeking to improve any patents, rights. inventions, discoveries, processes or information of the Company or which the Company may acquire or propose to acquire.

23. To establish, provide, maintain and conduct research and other laboratories, training colleges, schools and other institutions for the training, education and instruction of students and others who may desire to avail them- selves of the same and to provide for the delivery and holding of lectures, demonstrations, exhibitions, classes. meetings and conferences in connection therewith.

For F G P Limited

Director

24. To acquire and undertake all or any part of the business, property and liabilities of any persons or company carrying on or proposing to carry on any business which this Company is authorised to carry on or possessed of property suitable for the purposes of 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.

25. To act as managing agents or secretaries and treasurers or secretaries of any company and, subject to any applicable law for the time being in force, to act as managers of any firm, body corporate, association or other under- taking and generally, subject as aforesaid, to undertake or take part in the management, supervision or control of the business or operations of any person, firm, body corporate, association or other undertaking and for such purpose or purposes to appoint and remunerate any officers of the Company, accountants or other experts or agents.

26. To procure the registration or incorporation or recognition of the Company in or under the laws of any place outside India.

27. To form, incorporate or promote any company or companies, whether in India or elsewhere, having amongst its or their objects the acquisition of all or any of the assets or control, management or development of the Company or any other objects or object which in the opinion of the Company could or might directly or indirectly assist the Company in the management of its business or the development of its properties or otherwise prove advantageous to the Company and to pay all or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be rendered in obtaining subscriptions for or placing or assisting to place or to obtain subscriptions for or for guaranteeing the subscription of or the placing of any shares in the capital of the Company or any bonds, debentures, obligations or securities of the Company or any stock, shares, bonds, debentures, obligations or securities of any other company held or owned by the Company or in which the Company may have an interest or in or about the formation or promotion of the Company or the conduct of its business or in or about the promotion or formation of any other company in which the Company may have an interest.

28. To amalgamate, enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint-adventure or reciprocal concession.

29. To enter into any arrangements and to take all necessary or proper steps with Governments or with other authorities supreme, national, local, municipal or otherwise of any place in which the Company may have interests and to carry on any negotiations or operations for the purpose of directly or indirectly carrying out the objects of the Company or effecting any modification in the constitution of the Company or furthering the interests of its members and to oppose any such steps taken by any other company, firm or person which may be considered likely directly or indirectly to prejudice the interests of the Company or its members and to promote or assist the promotion, whether directly or indirectly, of any legislation which may

For F G P Limited

P. Dave.

Director

appear to be in the interests of the Company and to oppose and resist, whether directly or indirectly, any legislation which may seem disadvantageous to the Company and to obtain from any such Government authority or any company any charters, contracts, decrees, rights, grants, loans, privileges or concessions which the Company may think it desirable to obtain and carry out, exercise and comply with any such arrangements, charters, contracts, decrees, rights, privileges or concessions.

30. To adopt such means of making known the products of the Company as may seem expedient and in particular by advertising in the press, radio and television by circulars, by purchase and exhibition of works of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations.

31. To undertake and execute any trust, the undertaking of which may seem to the Company desirable, and either gratuitously, or otherwise.

32. To apply the assets of the Company in any way in or towards the establishment, maintenance or extension of any association, institution or fund in anywise connected with any particular trade or business or with trade or commerce generally including any association, institution or fund for the protection of the interests of masters, owners and employers against loss by bad debts, strikes, combinations, fire, accidents or otherwise or for the benefit of any clerks, workmen or others at any time employed by the Company or any of its predecessors in business or their families or dependants and whether or not in common with other persons or classes of persons and in particular of friendly, co- operative and other societies, reading rooms, libraries. educational and charitable institutions, refectories, dining and recreation rooms, churches, chapels, schools and hospitals and to grant gratuities, pensions and allowances and to contribute to any funds raised by public or local subscriptions for any purpose whatsoever.

33. To aid, pecuniarily or otherwise, any association, body or movement having for an object the solution. settlement, or surmounting of industrial or labour problems or troubles or the promotion of industry or trade.

34. To subscribe or guarantee money for any charitable, benevolent, political, public, general or useful object or for any exhibition.

35. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefit of, and give or procure the giving of donations, gratuities, pensions, allowances or emoluments to any persons who are or were at any time in the employment or service of the Company, or of 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 of any such other company as aforesaid, and the wives, widows, families and dependants of any such persons, and also establish and subsidise and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interests and well-being of

For F G P Limited

P. [signature]

Director

the Company or of any such other company as aforesaid, and make payments to or towards the insurance of any such per- son as aforesaid and do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.

36. To distribute among the members in specie any property of the Company, or any proceeds of sale or disposal of any property of the Company, but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law.

37. To carry on any other business whether manufacturing or otherwise that may seem to the Company capable of being conveniently carried on in connection with the above objects or calculated directly or indirectly to enhance the value of or render profitable any of the Company's property or rights or which it may be advisable to undertake with a view to improving, developing, rendering valuable or turning to account any property, real or personal, belonging to the Company or in which the Company may be interested and to do all or any of the above things, either as principals, agents, trustees, contractors or otherwise, and either alone or in conjunction with others, and either by or through agents, sub-contractors, trustees or otherwise.

38. To do all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them.

And it is hereby declared that: -

(a) the word "company" in this clause, except where used in reference to this Company, shall be deem- ed to include any partnership or other body of persons, whether corporate or unincorporate and whether domiciled in India or elsewhere; and,

(b) the objects specified in each of the paragraphs of this clause except Clause (35) hereof shall be regarded as independent objects and accordingly shall in no wise be limited or restricted (except where otherwise expressed in such paragraphs) by reference to or inference from the terms of any other paragraph (or the name of the Company) but may be carried out in as full and ample a manner and construed in as wide a sensations each of the said paragraphs defined the objects of a separate and distinct company.

Provided that nothing herein contained shall be deemed to empower the Company to carry on the business of banking.

(4) The liability of the members is limited.

For F G P Limited

Director

(5) The Authorised Share Capital of the Company is Rs. 20,00,00,000/- (Rupees Twenty Crores) divided into 1,50,00,000 Equity Shares of the face value of Rs. 10/- (Rupees Ten) each and 50,00,000 Preference Shares of the face value of Rs. 10/- (Rupees Ten) each with the rights, privileges and conditions attaching thereto as are provided by the regulations of the Company for the time being, with power to increase and reduce the Capital of the Company and to divide the shares in the Capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the regulations of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the regulations of the Company.

[6]Clause 5 of the Memorandum of Association has been amended to reclassify the Authorised Share Capital of the Company Rs. 20,00,00,000/- divided into 1,50,00,000 Equity Shares of the face value of Rs. 10/- each and 50,00,000 Preference Shares of the face value of Rs. 10/- each in the 35th AGM of the company held on September 19, 1997.

For F G P Limited

Director

We, the several persons whose names and addresses are subscribed, are desirous of being formed into a Company, in pursuance of the Memorandum of Association, and respectively agree to take the number of shares in the Capital of the Company set opposite our respective names.

Signatures, Address and Description of Subscribers	Numbers of Shares taken by each subscriber	Signature, Address and Description of Witness
Sd.) D. K. BASU (Son of Hara-kali Basu), Solicitor and Partner, Messrs. Orr, Dignam & Co., 192, Golf Links, New Delhi.	One Equity Share	
(Sd.) R. G. HAYES (R. G. Hayes) (Son of John Henry Hayes), Merchant. No. 5 Amrita Little Gibbs Road, Malabar Hill, Bombay.	One Equity Share	
(Sd.) R. A. SHAH (All (R. A. Shah) Son of Ambalal Virchand Shah, Solicitor and Partner, Crawiord Hayley & Co.. Block 91, 20, Tardeo Road, Bombay 34.	One Equity Share	
(Sd.) S. Y. REGE (S. Y. Rege) Son of Yeshwant Vishnu Rege. Solicitor and Partner, Crawford Bayley & Co., Godawari Niwas, near Kennedy Bridge, Gamdevi, Bombay 7. (Sd.) C. H. PARDIWALA (C. H. Pardiwala) Son of Hormasji Temulji Pardiwala. Solicitor and Partner. Crawford Bayley & Co., Hampton Court, Road, Bombay 5. Wodehouse	One Equity Share One Equity Share	(Suresh N. Talwar), Managing Clerk to Messrs. Crawford Bayley & Co., Forjett Terrace, Forjett Hill Road, Tardeo, Bombay, Son of N.K. Talwar.
(Sd.) A. R. WADIA (A. R. Wadia) Son of Ruttonji Ardeshir Wadia, Solicitor, Modern Flats, 128, Wodehouse Road, Bombay 5.	One Equity Share	
(Sd.) DAKSHESH B. DHRUV (Dakshesh B. Dhruv) Son of Bhadraji Buldeoji Dhruv, Solicitor. Amar Mansions, Sandhurst Road, Bombay 4.	One Equity Share	
Total	Seven Shares	

For F G P Limited

Director