

**THE COMPANIES ACT, 2013**  
**COMPANY LIMITES BY SHARES**  
**MEMORANDUM OF ASSOCIATION\***  
**OF**  
**ZODIAC-JRD-MKJ LIMITED**

*\*The following Memorandum of Association in accordance with Table A of the Companies Act, 2013 is proposed to be approved by the shareholders of the company by passing a Special Resolution at the Annual General Meeting to be held on 25<sup>th</sup> September, 2025.*

- I. The name of the Company is **ZODIAC-JRD-MKJ LIMITED**.
- II. The Registered Office of the Company will be situated in the State of **Maharashtra**.
- III. The objects for which the Company is established are: -
  - A. THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE: -**
    1. To carry on the business of a leasing, hire purchase and finance company and to purchase, take on lease, or otherwise acquire, in order to provide on lease or on hire purchase basis, every kind of industrial, household or office plant, equipment, machinery, instruments, appliances, apparatus, or accessories, or goods, articles or commodities, buildings, premises or other real estate or immoveable property, required for or in connection with industrial, manufacturing, processing, trading, commercial, agricultural, residential transport or servicing or other business, activities or operations of every kind and description.
  - B. MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III(A) ARE:**
    2. To promote or get admitted into or retire from or dissolve any partnership and joint ventures, companies, and to participate in the capital or acquire shares and profits of the firm or Company carrying on or engaged in; or about to carry on or engage in any business in India or elsewhere, and to take part in management supervision and control of business or operations of any firm or Company and for that purpose to appoint representatives.
    3. To organise, operate, carry on and maintain branches, agency, houses, representatives, stockists, distributors, canvassers, selling agents, in India or elsewhere in the world, to initiate, help, promote and develop effective distribution of the products of the Company.

4. To promote, organise, become members, or otherwise participate in the activities of trade association, chambers of commerce and industry, authorities, group, bodies and other entities to promote the business interest of the Company.
5. To participate in trade fairs, exhibitions, study tours, training programmes, conferences and symposiums in India or abroad either on its own or as nominee of Government or Trade Associations.
6. To take or otherwise acquire and hold shares in any other company having objects altogether or in part similar to those of this Company.
7. To apply for and take out, obtain, purchase or otherwise acquire and turn to account any copy rights, licences, concessions, patent rights, inventions, know-how, monopolies, privileges, trademarks, formulas, licences, concessions and the like conferring any exclusive or non-exclusive or limited right to use any secret or other information as to any invention and to use, exercise, develop or grant licences in respect of or otherwise turn to account the property, rights or information so acquired and to expend money in experimenting upon and testing and improving or seeking to improve any patent rights, inventions, discoveries, process or information of the Company or which the Company may acquire or propose to acquire.
8. To subscribe, contribute or guarantee money, services or products of the Company for any national, charitable, benevolent, public, object or fund or for any exhibition.
9. To aid pecuniarily or otherwise any association, body or movement having for an object the solution or settlement or surmounting of Industrial or Labour problems or troubles or promotion of industry or trade.
10. To appoint directors, or managers of any subsidiary company or other company in which the company is or may be interested.
11. To institute and to defend any suit, appeal, application for reviews or revision or any other application of any nature whatsoever, to take out executions, decrees, to enter into agreements, to refer to arbitration and to enforce where need to be, contest any awards and for all such purposes to engage or retain counsels, attorneys and agents and when necessary to do away with their services.
12. To make donations to such persons or institutions and in such cases and 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 business to the Company and to subscribe,

contribute, or otherwise assist or guarantee money for charitable, scientific research, religious or benevolent, national, public or other institutions, objects or for any exhibition or for any public general objects and to establish and support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences for the benefit of the employees or of persons, having dealings with the Company or the dependents, relative or connections of such persons and in particular friendly or other benefit societies and grant pensions, allowances, gratuities and bonus either by way of annual payments or a lumpsum and to make payments towards insurances and to form and contribute to provident and benefit funds of or for such persons.

13. To refer or agree to refer any claims, demands, disputes or any other question, by or against the Company or in which the Company is interested or concerned, and whether between the Company and the member or members or his or their representatives, or between the Company and other party, to arbitration in India or at any places outside India, and to observe and perform and to do all acts, deeds, matters, and things to carry out or enforce the awards.
14. To borrow or raise money or to receive money or deposit at interest or otherwise in such manners as the Company may think fit and in particular by the issue of bonds, perpetual or otherwise, including debenture or debenture-stock whether convertible into shares of this Company or not, perpetual annuities and as security for any such moneys so borrowed, raised or received, to mortgage, pledge, or charge the whole or any part of the property, assets or revenue of the Company, present or future, including its uncalled capital by special assignment or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders powers of sale and other powers as may seem expedient and to purchase, redeem or pay off any such securities. However, the Company shall not carry on business of Banking as defined under the Banking Regulation Act, 1949 subject to provisions of Section 73 and Section 76 of the Companies Act, 2013 and directives of Reserve Bank of India.
15. To undertake and execute any trusts the undertaking whereof may seem to the Company desirable and either gratuitously or otherwise.
16. To acquire, run, build, establish, help, guide or otherwise carry on educational institutions, hospitals, dispensaries, camps, holiday homes, sanitorium, clubs, sports pavilions, sport grounds, theatres, swimming pools, health clubs, halls, gardens, temples, such houses and other facilities for the benefits of the employees, associates, agents, distributors, sales representatives, subsidiaries as also the general public.

17. To distribute any of the income or property of the Company in specie among the members subject to the provisions of the Companies Act, 2013 in the event of winding up.
18. To acquire by purchase, lease, concession, exchange, hire, grant, licence, otherwise acquire any moveable or immoveable property, and any rights or privileges which the company may from time to time deem necessary or convenient for the purpose of carrying on the business of the company, including lands, buildings, mines, waterworks, plant, machinery, stock-in-trade, stores, easements and to build or erect, upon any land of the company howsoever acquired and for contracts, develop, grow, improve, work, manage, or control such buildings, factories, works, warehouses, workshops, godowns, stores, offices, residences, chawls, or any other buildings, roadways, tramways, railway branches or sidings, bridges, reservoirs, water-courses or other works and conveniences which may be necessary or convenient or may seem calculated directly or indirectly to advance the interest of the company and to contribute, subsidise or otherwise assist or take part in the construction, improvement, maintenance, working, management or control thereof to turn the same to account as may seem expedient.
19. To insure with any other company, firm or persons, the whole or any part of the property of the company either fully or partially, to protect and indemnify the company from liability or loss in any respect either fully or partially and also to insure and to protect and indemnify any part or portion thereof either on mutual principle or otherwise.
20. To receive moneys, securities or valuables on deposit at interest or otherwise and to lend moneys or properties on mortgage or immoveable properties or on hypothecation or on pledge of moveable properties or without securities to such person and on such terms as may seem expedient and, in particular to customers of or persons having dealings with, the Company, subject to provisions of Section 73 and Section 76 of the Companies Act, 2013 and directives of Reserve Bank of India.
21. To invest and deal with moneys of the Company in such manner as may be thought proper and to hold, sell or otherwise deal with such investments in such manner as may be determined from time to time.
22. To collaborate or enter into joint venture, partnership and other suitable arrangements with other persons, firms, companies, corporations, public bodies and government for or in connection with any or all of the objects of the Company.
23. To act as consultants and provide consultancy services for any or more of the products, projects or activities and processes thereof and/or in respect of which the company has acquired know-how.

24. To acquire from any person, firm or body of persons whether Incorporated or not, whether in India or elsewhere, technical know-how, processes, engineering, manufacturing and operating data, plans, layouts and blue prints useful for the design, erection and operation of plant required for any of the objects of company and to acquire any grant or licence or other rights and benefits in the foregoing matters and things.
25. To purchase, acquire and undertake all or any part of the business, property and liabilities of any person, firm, association or company, possessing property suitable for any of the purposes of the Company, or carrying on any business which this Company is authorized to carry on, or which can be carried on in connection therewith.
26. To pay for any property, remissions, rights or privileges acquired by the Company or for the services rendered in connection with the promotion or the business of the Company or for acquisition of any property for the Company or otherwise either wholly or partially in cash or in shares, bonds, debenture or other securities of the Company, and to issue any shares either as fully paid up thereon; as maybe agreed upon and to charge such bonds, debenture or other securities upon all or any part of the property of the Company shall comply with all requirements of law for the time being in force.
27. To sell, exchange, transfer, let on lease, royalty or tribute, grant licences, easements option and other rights over and in any other manner deal with or dispose of the undertaking, property, assets, rights and effects of the Company for such consideration as may be thought fit and in particular for stocks, debentures, bonds, shares, whether fully or partly paid up, or securities of any other company and if thought fit to be distribute the same among the shareholders of the Company in kind.
28. To improve, manage, cultivate, develop, exchange, let, lease, mortgage, sell, dispose off, turn to account, grant rights and privileges of or otherwise deal with all or any part of the property and rights of the Company on such term as the Company shall determine and to supply power light and heat. And to lay out land for building purposes, and to sell the same and to build on, improve, let on building lease, advances money to persons building or otherwise to develop the same.
29. To sell or subject to any rights, concessions or license obtained or contracts entered into and generally to sell the whole or any part of the Company for cash or for shares or debentures.

30. To remunerate any person or company for services rendered or to be rendered in placing or assisting to place or guaranteeing the placing of the shares of the Company's capital or debentures, debenture stock or other securities of the company, or in or about the formation or promotion of the company or the conduct of its business.
31. To apply for, purchase or otherwise acquire and protect prolong and renew, in any part of the world any patents, patent rights, brevets invention, trademarks, designs, licenses, protections, concessions, monopolies and the like conferring any exclusive or non-exclusive or limited right to their use, or any secret or other information as to any invention, process or privileges 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 or grant licences in respect of or otherwise turn to account the property, rights and information so acquired and to carry on business in way connected therewith.
32. To expend money in experimenting on and testing and 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.
33. To lend and advance money, either with or without security and to give credit to such persons, firms, or body corporates (including Government) and upon such terms and conditions as the company may think fit.
34. To open any kind of account in any bank and to draw, make, accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory notes, hundies, bills of exchange, warrants, debentures and other negotiable or transferable instruments or securities.
35. To engage, employ, suspend and dismiss executives, engineers, agents, managers, superintendents, assistants, clerks and other servants and labours and to remunerate any such person at such rate as may be thought fit, to grant bonus or other compensation, pension or retirement benefit or gratuity to any such person or to his widow or children and to provide for the welfare of the employees.
36. To form, incorporate or promote any company or companies whether in India or elsewhere, for the purpose of acquiring all or any of the assets and liabilities or control. Management or development of the Company or any other object 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 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 in obtaining subscription for or placing or assisting to place or guaranteeing the placing of any of the shares in the capital of the company or any bonds, debentures, obligations or securities of any other company held or owned by the company or in which the company may have interest or in or about the formation or promotion of the company or the conduct of its business or in about the promotion or the formation of any other company may have an interest.

37. To carry on the business as investment company and to undertake and to transact all kinds of trust and agency business and to carry on business as financiers and money lenders and for that purpose to lend or invest money and negotiate loans in any forms or manner, to draw, accept, endorse, discount, buy, sell and deal in bills of exchange, hundies, promissory notes, and other instruments and securities and also to issue on commission, to subscribe for, underwrite, take, acquire and hold, sell, exchange and deal in shares, stocks, bonds or debentures or securities of any Government or public authority or Company, gold, silver, bullion, diamonds, jewellery, precious stones and other articles and things and to guarantee on behalf of any company, firm or person the payment of money, secured or unsecured, to any Government, public authority, company, firm, person, whomsoever and generally to guarantee or become sureties for the performance of any contracts or obligations.
38. To amalgamate or to enter into foreign collaborations, partnership or into any agreement for sharing profits, union of interest, reciprocal concession or for limiting competition with, any person or persons or Company or Companies carrying on or engaged in or about to carry on or engage in or being authorized to carry on or engage, in business or transaction which the company is authorized to carry on or engage in or which can be carried on in conjunction therewith..
39. To adopt such means to make know the products of the company as may seem expedients and in particular by advertising in the press, 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.
40. To create any depreciation fund, reserve fund, insurance fund, sinking fund or any other special fund whether for depreciation or for repairs, replacement, improvement, extension or maintenance of any of the properties of the company or by way of development.
41. To pay all costs, charges and expenses of the promotion and formation of the company and to ratify the acts done by promoters on behalf of the Company, to re-imburse the expense incurred by them and also to ratify any contract entered into by them on behalf of the company and to takeover all the benefits and obligations of such contract.

42. To accept gifts, bequests, devices and donations from the members and other and to make gifts to members and other of money assets and properties of any kind.
43. To promote companies, associations with or without limited liability and to take or otherwise acquire and hold shares and debenture in such Company or association of any other company carrying on business in India or elsewhere, whether promoted by this company or not and to take parts in management, supervision trustees, accountant or agent.
44. To carry out the above objects of the Company and to all or any of the above things in any part of India or in any other part of the world either alone as principals, agents, contractors, trustees, or otherwise and either principal, agents, contractors or trustee and by or through trustee or agents or otherwise and either alone or in conjunction with others, whether mentioned specifically in this Memorandum or Association or not as are incidental or conducive to attainment of company's objects.
45. To carry on the business of manufacturers, importers, installers, assemblers, buyers, sellers, agents, maintainers, repairers, importers and exporters of and dealers in electrical and electronic equipments, devices, appliances, apparatus and components of every kind and description used or suitable for industrial, commercial and domestic purposes in batteries, storage and dry cell batteries including battery re-charging units, other apparatus, materials and accessories used in or in connection with electrical and electronic equipments and industries.
46. To establish, provide, maintain and conduct or otherwise subsidise research laboratories and experimental workshops for electronic and technical research laboratories and experiments and to undertake and carry on all electrical and technical researches, experiments and tests of all kinds and to promote studies and research both scientific and technical investigations and inventions by providing, subsidising, endowing or assisting or organising training programmes, libraries, lectures, meeting and conference and by providing for remuneration to electronic or technical personnel or teachers and by providing scholarships, prizes, grants to students or otherwise and generally to encourage, promote and regard studies, researches, investigations and experiments, test and inventions of any kind relating to any products.
47. To carry on business as manufacturers of and dealers in cables, chains, anchors, bars, wires, ropes, conductors, rivets, screws, bolts, lamps, dynamos, motors and mechanical and electrical machines and plant and fittings, generally.
48. To buy, manufacture, produce, assemble, acquire, import, maintain, repair, sell, export, dispose of, improve upon or otherwise trade or deal in wireless equipment, radios, television computers, calculators, electronics, typewriters,

audio visual tapes, tapes, cassettes and cassettes players, tape recorder, stereo and stereo system and parts spares, accessories, implementation, antenna equipment. Apparatus, tools and other articles and things required thereof as also to manufacture, buy, sell, import, export and run, hire or let on hire, the plant and machinery required thereof.

49. To buy, manufacture, produce, construct, erect, install, manipulate, improve upon, acquire, sell, import, export, use, dispose of or otherwise deal in agricultural chemicals, plants, machinery, equipments, apparatus, implements, components, accessories, spares, parts, and tools, manures, fertilisers, seeds, wells, tube wells, canals, carts, handcarts, bullock or other animal carts, tractors and other items and things that develop in future for improvement or furtherance of agriculture, agricultural products of the nature.
50. To instal, help, promote, implement, contribute to rural development scheme and clubs, associations, institutions connected with rural development or imparting training of personnel thereof.
51. To own, run, maintain, buy, acquire, import, export, sell, dispose of, use or otherwise deal in forest products, by-products, and fertilisers, timbers, trees, vegetables, animals, waters, and other products of nature and soil, and to treat, refine, improve upon, use for manufacture and disposal of finished products therefrom, to cut, refine, or otherwise treat timber and timber products, by-products, joint products and ancillary products, timber wood, pulp, paper pulp and all other things, items, articles and products connected with these and for the purpose buy, own, hire, let on hire or otherwise, acquire and improve upon forests and land.
52. To manufacture, produce, procure, buy, acquire, extract, or otherwise, acquire and use, sell, dispose of, import, export or otherwise deal in manures and fertilisers of all kinds, types, varieties and nature.
53. To establish, purchase, take on lease or hire, buy or otherwise acquire, build, work and run tea gardens, coffee gardens, sugar mills, flour mills, oil mills, rice mills and the property and goodwill appertaining therein.
54. To buy, purchase, acquire, sell, transfer or otherwise deal in, maintain and run agricultural farms and grass lands and to produce and sell, grow, cultivate, export, dispose of, buy, acquire, import or otherwise deal in milk, cream, cheese, butter, honey, straw, seeds, foods, cereals and other vegetable products and joint products, by-products and allied products as also tinned, frozen and refrigerated foods and fruits.

55. To cultivate, grow, produce, or deal in any vegetable products and to carry on the business of farmers, dairymen, milk contractors, dairy farmers, millers, surveyors and vendors of milk, cream, butter, cheese, butter and provisions of all kinds, growers and dealers in corn, hay and straw, seedmen and nurserymen and to buy, sell and trade in any of goods usually traded in any of the above businesses.
56. To carry on the business of and deal in either as principals or agents by sale, purchase or by letting, hiring or otherwise, of land and estates and to take on lease or otherwise acquire any contracts or arrangements or rights for cultivation of land or water or forests and to carry on the business of transporters, carriers and forwarding agents and warehousing agents, brokers, manufacturers, commission agents, stockists, importers, exporters, merchants, traders, dealers, in all kinds of goods, produce and products and things and articles of all kinds and generally to carry on the business of storage and warehousing of the products of the Company generally and all kinds of business, usual or associated with or connected with any such business as aforesaid or which are likely to be required by customers of and such business.
57. To plant, grow, cultivate, produce, buy, sell, prepare for market, treat, cure and otherwise deal in tobacco, betel leaves, matches, paper thread and wrapping material required for this trade and to bid in State Government levy or any other tenders for the procurement of beedi leaves and pay royalties for the same.
58. To establish laboratories for testing tobacco and for carrying on research in cultivating, curing, refining tobacco and its products and/or for carrying on scientific research in connection with the business of the Company.
59. To carry on the business of millers in all its branches and to set up mills for milling wheat, gram, other grains and cereals, dal, besan, maida, atta, suji and other allied products, and to manufacture any by-products and to manufacture food products such as biscuits, flakes, dalia and confectionery from flours of all kinds and description and to set up factories or mills for the manufacture thereof.
60. To design, manufacture, assemble, buy, sell, exchange, alter, repair and or service, otherwise deal in, either as principals or agents, all types of automobiles, cars, trucks, motor cycles, scooters, scooterettes, auto/cycles, motor engines, piston rings, pistons pins, cylinder sleeves, connecting rods, gaskets, and other automotive parts, shock absorbers, tractors, trailers and to buy, sell, let on hire, repair, alter and deal in machinery, component parts accessories and fittings of all kinds for all articles and things required in connection with all other things capable of being used in manufacture and maintenance and working thereof.
61. To manufacture, produce, build, instal, erect, import, buy, acquire, repair, maintain, sell, dispose of, store or otherwise deal in guns, rifles, pistols, automatic

weapons, machine guns, tanks, warships, submarines, bullets, missiles, rockets, aircrafts, helicopters, frigates, arms, ammunitions, vehicles and other equipments and the machinery, plant, equipment and accessories required therefor, however, subject to the rules and laws in force from time to time.

62. To build, buy, acquire, hire, run, repair, maintain, let on hire, dispose of or sell, airports, aerodromes, airstrips, helipads, launching pads and to manufacture, produce, buy, acquire, build, construct, import, export, dispose of or otherwise deal in aeroplanes, airships, spacecrafts, space shuttles, helicopters, gliders, and machinery therefor as also act as airline, travel agents and tourist guides, airfreight carriers and contractors.
63. To acquire, buy, develop, maintain, sell, hire or let on hire, lease or otherwise deal in land, estates, properties, apartments, dwelling houses, shops, markets, factories, industrial estates and other constructions and to act as construction contractors, building contractors, builders and developers.
64. To provide facilities to its members either by construction of cottages, flats, industrial or warehousing galas, other premises or tenaments or by purchasing building under construction or construction whereof has been completed.
65. To carry on the business of civil engineers, contractors, architects, structural engineers, metallurgists and undertake the construction of buildings, dams, bridges, structures, culverts, roads, paths, water works, tanks, wells, tube well, reservoirs, channels, canals, bundhs, dams, installation of generators and lay down, establish, fix, erect, equip and maintain all kinds of machinery, power houses and arrange supply of power to such construction, undertake erection of any iron and steel structures, bridges and arrange fabrication of any kind of trusses, structures, angles, tubes, cylinders and foundation materials..
66. To carry on business as layout engineers and contractors and to undertake, carry out any city or suburban extension, buildings, roadways and bye ways. lanes and alleys and promotion of any tranships and to provide overhead watertanks, laying out water and such electrical connections buildings and in this connection to buy vacant space for and allot it for appropriate prices to the intending persons.
67. To carry on the business, profession or vocation of civil, industrial, electrical, mechanical, chemical, mettallurgical, electronics, nuclear, computronics and other engineers Investigate into the prospects of development, maintenance, renovation, replacement and renewal of any Industrial, mechanical, electrical, engineering, electronics, nuclear or computronics works or factory or organisation and to investigate into and report and advise on and assist in the preparation of any scientists and advisors, to industrial or to undertake engineering product, collection and preparation of the relevant statistics. information and data, to

acquire, collect, formulate and prepare the technical details, specifications, drawings, plans, blue prints, parts for fabrication or manufacture of any machinery, plant, components, parts or accessories of any particular design, shape or material and to act as Industrial, engineering and business consultants and to carry on all types of consultancy business connected with industry and trade.

68. To carry on business as manufacturers and undertake contract work in civil, structural, electrical, mechanical and electronics engineering and to manufacture, buy, sell, import, export, hire or let on hire, acquire, process, research, develop or otherwise deal engineering items, equipments, apparatus, testing equipments and articles.
69. To carry on all or any of the trades or businesses agency, manufacturing, spinning, weaving, combing, ginning, pressing, doubling, dyeing, bleaching, colouring, printing, scouring, finishing, packing and baling in any way whatever, cotton, wool, silk, flax, hemp, jute, artificial silk, nylon, rayon, any other synthetic material, and any other fibrous or textile material including viscose, polyester, acrylic and metallic yarns, Industrial textile and personal wears, and the cultivation thereof, whether animal, vegetable or mineral in any state and whether similar to the foregoing substances or not and to treat and utilize and deal in any waste arising from any such operations, whether carried out by the company or otherwise and to spin and double cotton, manufacture linen; act as cotton, flax, hemp, jute, silk, wool, yarn and cloth agents and merchants; make vitriol, bleaching and dyeing materials; transact all manufacturing or curing and pre-paring, that may be necessary or expedient, and to purchase, sell, deal and mercantile business and vend in raw materials, manufactured articles and all or any of the aforesaid substances and to establish, buy, build, take on lease or hire or as agents or otherwise, work and run textile mills process houses, and ready-made garment factories.
70. To manufacture, refine, buy, sell, Import, export, distribute either in whole or any other way to deal with or act as agents of all or any of the following: Medical, surgical, industrial and/or toilet preparation, drugs, pharmaceutical items, chemicals, Including basic chemicals, acids, alkalies, salts, cosmetics and perfumes, whether of animal, vegetable, mineral or synthetic origin in either or all form of powder, paste, liquid, semi-liquid, gas or solid.
71. To carry on the business of producing, financing, or promoting the production of cinematograph films, dramas, musical programmes, orchestras, plays, cultural programmes, benefit shows, exhibitions, entertainments and educational programmes and symposiums of all kinds and/or to purchase, take on lease/hire, import or otherwise acquire the rights of cinematograph films (exposed) for distribution, exhibition and exploitation in any territory of the world or in any way deal with the said rights and/or to purchase or otherwise lawfully acquire,

construct, promote, run and maintain cinema theatres, halls and auditoriums for hiring/leasing out or otherwise various of for exhibiting cinematograph films or for staging programmes advantageous from time to time and/or to build, construct, buy and promote laboratories, studies and audio-visual equipments for processing of cinematograph films as well as to acquire, construct and manage factories and plants and machineries for the manufacturing of raw (unexposed) film and/or deal in raw (unexposed) film.

72. To carry on the business of ferrous and non-ferrous foundries, forgers, sheet-metal workers, machinists, smiths, miners, rollers, tranchioners in iron, steel, brass, lead, copper, zinc, nickel, plastics, manganese, magnesium, aluminium, tungsten, gunmetal, bars, pipes, flats, sheets, squares and hardware and software and to undertake manufacturing, buying, importing, exporting, acquiring, obtaining, extending, extracting, rolling, selling, or otherwise dealing in these items.
73. To carry on the business as producers, buyers, and acquire, obtain, refine, cut, polish, prepare, melt, smelt, or otherwise deal in gold, silver, bullion, jewellery, diamonds, precious stones, artificial man made jewellery, gems, and novelties.
74. To manufacture, produce, buy, import, or otherwise acquire, sell, dispose of, export or otherwise deal in, hire, or let on hire, machinery, equipments, apparatus, implements, accessories, parts, spares, components, stores and tools for spinning, weaving and processing of cotton textiles, silk, rayon, hemp, flax, jute and such other materials or man-made, synthetic, nylon, terelene and fibre textiles.
75. To undertake on its own or on behalf of any association, authority, firm, company or business enterprise, research and development studies and to do all such things as may be necessary for effective completion of such study.
76. To manufacture, produce, build, construct, erect, instal, import, export, buy, acquire, repair, maintain, hire, let on hire, sell, dispose of or otherwise deal in air-conditioners, refrigerators, cooling towers, air-conditioning plants, water coolers, oil engines, diesel engines, scientific and laboratory equipments, machinery, apparatus and accessories thereof, and the plant, machinery, equipment and accessories required for the manufacture, production and maintenance of these products.
77. To manufacture, produce, build, instal, import, export, buy, acquire, repair, maintain, sell, dispose of, store or otherwise deal in commercial, fine, domestic and industrial chemicals and petro chemicals, their jointly or by allied products and the plant, machinery equipment and accessories required for the manufacture, production and maintenance of these products.

78. To buy, manufacture, produce, acquire, import, export, sell, dispose of or otherwise deal in pharmaceutical products, drugs, medicines, tablets, injections, injection syringes, syrups, hospital and surgical instruments, equipments, machinery, apparatus, accessories and components as also the plant, machinery, equipment, components, parts, spares and accessories required for manufacture, production or maintenance of these products.
79. To manufacture, buy, produce, acquire, import, programme, extract, improve upon, maintain, sell, export, operate, dispose of, distribute, consume, repair and otherwise deal in electronics and computers, hardware and software and to do research in or develop, equipments, machinery, apparatus, gadgets, implements, accessories, parts, spares, components, and plants as also to manufacture, import, export, sell or otherwise deal in the plant, machinery and tools therefor.
80. To buy, manufacture, produce, assemble, acquire, import, maintain, repair, sell, export, dispose of, improve upon, dispose of otherwise trade or deal in wireless equipments, radios, televisions, audio visual tapes, tapes, cassettes, cassette players, tape recorders, stereo and stereo systems and parts, spares, accessories, implements, antenna equipments, apparatus and tools and other articles and things required therefor as also to manufacture, buy, sell, import, export, run, hire, or let on hire the plant and machinery required therefor.
81. To act as nuclear scientists, technologists and engineers and for the purpose or as a result whereof to buy, sell, manufacture, distribute, consume, import, export, produce, hire, let on hire, products, apparatus, implements, equipments, accessories, spares, parts, fuels, tools, energy, plant and machinery as may be required.
82. To obtain, acquire, register, impart, part with, sell, enter into agreements, employ, consult, keep work for, use or apply scientific technological, engineering, industrial, commercial or business know-how, secret formula, products, trade marks, combinations, process, equipments, apparatus and the like and to manufacture, produce, buy, acquire, obtain, import, repair, maintain, improve, dispose of, hire, let on hire, sell, export, or otherwise deal in products, items, articles, things that could be so manufactured, produced, acquired, bought as also the plant, machinery and other productions and distribution equipment thereof.
83. To carry on in any part of the world all or any of the business of mechanical engineers and manufacturers of all kinds of implements and machinery. tool makers, brass founders, metal workers, machinists, iron and steel workers, smiths, metallurgists, distillers and contractors, and to buy, sell manufacture, repair, convert, alter, let on hire, and deal in minerals, metals, machinery, implements, rolling stock, hardware and chemicals of all kinds.

84. To carry on in India and elsewhere the trade or of masters, business iron converters, manufacturers of ferro-manganese, colliery steel makers, and proprietors, mine proprietors, coke manufacturers, miners. smelters, engineers, tin plate makers and iron founders, in all their respective branches.
85. To search for, get, work, raise, make merchantable sell and deal in iron, steel, brass, copper, alumi-nium and all other metals or metallic substances including alloys, coal, ironstone. limestone, manganese, ferro-manganese, magnesite, clay, fire-clay, brick-clay. brick earth, bricks and other metals, minerals and other substances, and to manufacture and sell briquettes and other fuel and generally to undertake and carry on any business transaction or operation commonly undertaken or carried on by explorers, prospectors or concessionaries, and to search for, win, get, calcine, reduce, amalgamate, dress, refine and prepare for the market any quartz and ore and mineral substances, manufacture to buy, sell, and and deal in minerals and mineral products, plants and machinery and other things capable of being used in connection with mining or metallurgical operations.
86. To buy, manufacture, produce, assemble, acquire, extract, import, repair, improve upon, use, consume, sell, hire, let on hire, export, distribute, dispose of or otherwise deal in packing materials made of timber, plastic, polythene. cotton, paper, boards, boxes, jute, man-made textile, leather, fibreglass, glass, polypropylene, ferrous and non-ferrous metals and other products, parts, spares, accessories, equipments, as also to run, maintain, produce, manufacture, acquire, Import, export, sell, dispose of, hire, let on hire or otherwise deal in plant, machinery, components, spares, parts, accessories, equipments a Implements thereof or to act as packing advisors and contractors.
87. To buy, manufacture, produce, repack, process, acquire, melt, import, sell, export, distribute, dispose of or otherwise deal in perfumes, cosmetics, novelties, eye glasses, scents and torun.
88. To act as interior decorators and furnishers for industry, trade, commerce or domestic requirements and to buy, acquire, manufacture, produce, import, export, use, consume, hire, sell, let on hire, distribute or otherwise dispose of furniture, household wares, fixture, false callings, floorings, tiles, ceramic wares, marbles, electrical installations and equipments, lighting, electrification arrangements, air-conditioning and refrigeration. air-cooling. water cooling, sanitary equipments and services, fumigation equipments and services, decoration equipments and accessories and to render services or undertake contracts for maintaining, re-installing, re-decorating or renovating the same.
89. To construct, build, acquire, buy, obtain on lease or lease, hire or lot on hire, run, maintain, render or obtain services of warehouses, godowns, storing places, bonded warehouses, cold storage and refrigeration and to do the business of

warehouse keepers and buy, acquire, run., become partners in or acquire interest in retail shops, wholesale business, departmental stores, stalls for all types kinds and varieties of products and for the purpose to buy, sell. produce, manufacture, acquire, lease, hire, let on hire, Import, export, distribute. agencies. distributorships, or appoint agents, representatives distributors, sell or otherwise deal in all products, things, Items, articles and the like.

90. To carry on the business of designing, manufacturing, developing, Improving, hiring, repairing, buying, selling, and dealing in forgings of all types of ferrous and non-ferrous metals and in any weight for any industry whatsoever and also the business of engineers, whether general, consulting, mechanical, electrical, structural, marine, civil, constructional or otherwise, general contractors. Importers and exporters of and dealers in plant, machinery articles. property and things of all kind including ore, metals and hardwares.
91. To carry on business of manufacturers. pairers, importers and exporters of, and dealers in ferrous and non-ferrous castings of all kinds and in particular chilled malleable casings, special alloy castings, steel castings, die castings, gun metal copper, brass and aluminium castings and foundry work of all kinds.
92. To carry on business as ironmasters, ironfounders, Ironworkers, Steel makers, blast furnace proprietors, brass-founders and metalmakers, refiners and workers, iron and steel converters, tin smiths, lock smiths, black smiths, tinplate makers, manufacturers of industrial and agricultural implements and all kinds of machineries and tools Implements, boiler makers, pressure vessels. metallurgists, ore importers and workers, stand-blast workers, mill-wright, wheel wrights, galvanizers, machinists. Japanners, wire drawers, annealers, welders, fitters, founders, enamellers, electro and chromium platers, warehousemen storage contractors. contractors. garage proprietors and contractors.
93. To carry on business as manufacturers and repairers of and dealers in, forgings, castings, guns, projectiles, plates, boilers, engines, stoves, screws, nails, sewing machines, machinery, presses, implements, gears, motor cars, tools and engineering products and supplies of all kinds, motor, lorries, omnibuses, conches, tramcars, locomotives, Railway carriages and trucks, and other vehicles, aeroplanes, airships and other aircrafts, ironmongery and hardware, and wireless goods.
94. To carry on the business of businesses of manufacturers, importers, exporters of, and dealers in forgings, press, structural and rolling works of all kinds, and in particular, (i) bolts and nuts, rivets. washers, wire, nails, screws, hinges, hooks, belts, tower bolts, signalling materials and railway carriage and wagon fittings and die and press work of all kinds, (ii) rods, bars, wires, sheets and all kinds of ferrous and non-ferrous rolling works; (iii) mill, factory, the garden and colliery

requisites of all kinds, (iv) gates and railings, collapsible gates and grills, stairs, columns, trusses, metal doors and windows and other building materials.

95. To carry on business as manufacturers of and dealers in cables, chains, anchors, belts, wires, cords, conductors, turbines, boilers, engines, dynamos, motor and mechanical and electrical machinery, plant and fittings, motors, and mechanical and electrical machinery, plant and fittings generally.
96. To carry on the business of manufacturers, Importers. exporters and dealers in tubes, pipes and pipe fittings of steel, brass, copper, cast iron. rubber. polythene, aluminium. undertake and execute to stainless steel. any and contract for work Involving the supply or use of any kind of tubes and pipes and its fittings, machinery etc; and to carry out any ancillary or other works comprised in such contracts.
97. To carry on business as manufacturers, founders and suppliers of and dealers in aluminium castings, boxes, fittings, powder, foil, solder, and aluminium wares of all descriptions.
98. To carry on business as manufacturers and importers of and dealers in abrasive materials and wheels. and cutting and welding equipment, bellows, belting, belt fasteners, belt dressings, blow lamps. blue print requisites, boiler compounds and fluids, softening apparatus, testing apparatus, drawing instruments, emery paper and cloth, steam water and engine, packings, washers, asbestos, fibre, rubber and composition goods, jigs, tools, guages, overall patterns, models, files, pressure guages, grindstones joinings, boiler and pipe coverings and engineers and wood workers, supplies, requisites and equipments of all descriptions.
99. To act as stockists, commission agents, manufacturers' representatives or agents selling and purchasing agents, distributors, brokers, trustees, attorneys, travel agents, consultants and mercantile agents.
100. To carry on business as insurance brokers and agents in respect of all classes of insurance including marine, fire, life, accident, burglary. workmen's compensation. Indemnity and motor.
101. To carry on the business of general printers, art printers, column printers, copper plate printers, etching printers, lithographers, engravers, die sinkers, envelope manufacturers, book binders, account book manufacturers, numerical printers, stationers, machine paper makers, box rulers, makers, container, carton and cardboard manufacturers, type founders, photographers, manufacturers of and dealers in carbon paper, sensitised paper, chemically treated paper, litmus paper, photographic paper, glass paper, emery paper etc. ils. fountain pens. playing, visiting, festive, complimentary and fancy cards, calendars, manufacturers of

dolls, articles machine celluloid, bakelite etc. and manufacturers of and dealers in paper, cards, and the materials and manufacturers used in the manufacture of paper cards and boards.

102. To manufacture, produce, refine, process, formulate, mix or prepare, mix or otherwise acquire, Invest in, own, hold, use, lease. mortgage, pledge, Invest. exchange, distribute, assign. transfer, or otherwise dispose of, and trade, deal in and deal with import own. any and all classes and or export agricultural chemicals, fertilisers, manures, and their mixtures and for formulations, fuel, oil and petroleum products, petro chemicals, industrial chemicals and any and all classes and kinds of chemicals, source materials, ingredients, mixtures, derivatives and compounds thereof and industrial and other preparations or products arising from or required in the manufacture, refining etc. of any kind of fertilizers, manures, their mixtures and formations and any type of fats, dips, sprays, vermifuges, insecticides, germicides. its disinfecting preparations, fumigators, medicines and remedies of all kinds for agricultural, tree and fruit growing, gardening and other purposes or as remedies for humans and animals and whether produced from vegetable, mineral, gaseous, animal, or any other material or substances by any process whether chemical, electrical or otherwise.
103. To carry on business as manufacturers of ink and dealers in ink, dyes, dyestuffs, dyewards, industrial and commercial gases, plaster of paris, gypsum, plasters, salts, acides, alkalies, tannins, essences, cordials, oils, paints, colours, glues, gums, pasters, pigments, varnishes, lacquers organic or mineral intermediates, compositions and laboratory reagents.
104. To carry on the business of hotel, restaurant, cafe, tavern, beer-house, refreshment-room and lodging house keepers, licenced victuallers, wine, beer and spirit merchants, brewers, Importers and manufacturers of aerated, mineral and artificial waters and other drinks, surveyors, caterers for public amusements, proprietors of motors, and other vehicles garage proprietors. livery stable keepers, Job-masters, dairymen, ice merchants, Importers and brokers of food, live on dead chemists, proprietors of clubs, baths, dressing rooms, laundries, reading, writing and newspaper rooms, libraries, grounds and places of amusements, recreation, sport, entertainment and instruction of all kinds, tobacco, and cigar merchants, agents for railway, shipping air-plane companies and carriers.
105. To undertake, and carry on all or any of the trades and business of shippers, ship brokers, shipping agents and insurance/brokers, shipping managers, tug-owners, warehousemen, wharfingers, salvors, ship-builders, ship repairers, manufacturers of and dealers in neautical instruments and ship's rigging, gear, fittings, and equipments of every description, and to establish and operate shipping transport services (public or private) and all ancillary services for this purpose, or as an independent undertaking to purchase, take in exchange, charter,

hire, build, construct or otherwise acquire, and to own, work, manage, and trade with steam sailing motor, ships, trawlers, drifters, tugs and vessels of any shares or interest in ships, vessels, including shares, stocks or securities of companies, possessed of or interested or let out on hire or hire-purchase, fit-out, refit, improve, insure, alter, sell, exchange any of the ships and to own, construct, repair, maintain, or otherwise possess, operate, hire, let on hire docks and warehouses.

106. To manufacture, process, prepare, preserve, can, refine, bottle, buy, sell and deal whether as whole salers or retailers or as exporters or importars or as principals or agents, in foods, vegetables, canned and tinned and processed foods, protein health and instant foods of all kinds Including baby and aerated mineral water and food stuffs consumable provisions of every description for human or animal consumption.
107. To purchase, sell, Import, export, manufacture, repair or otherwise deal in all types of boots, shoes, clogs, all kinds of footwear, rubber and plastic goods, boots, lees, buckles and legwears.
108. To carry on the business of manufacturers, Importers, exporters and dealers in tubes, pipes and pipe fittings of steel, brass, copper, cast iron, rubber, polythene, aluminium, stainless steel and to undertake and execute any contract for work and involving the supply or use of any kind of tubes and pipes and its fittings, machineries, etc and to carry out any ancilliary or other work comprised in such contracts.
109. To manufacture, trade, Import, expert or otherwise deal in men's, women's and children's clothing and wearing apparel of every kind, nature and description including shirts, bush-shirts, pyjama suits, vests, underwears, suits, foundation, garments for ladies dresses, brassiers, coats, panties, nighties, vests, underwears, socks, maternity belts, knee capa, stockings, sweaters, laces and so on and of all anything which is used in hosiery goods and to carry on all or any of the business of dealers and manufacturers of all kinds of carpets, durries, mats, rugs, namdas, blankets, showls, tweels, flannels and all other articles of woollen and Worsted materials and of all articles similar to the foregoing or any of them connected therewith.
110. To establish and carry on the business of manufacturing, buying, selling, importing, exporting, and otherwise dealing in all types of glass, levelled and unlevelled silvered sheet, curved or flat laminated and safety glass, toughened glass, fibre glass, welding glass, silver glass, coloured glass, float and plate glass, lead mirror, gold mirror, decorative glass, ice-flowered glass, glass doors and fittings.

111. To acquire, establish and maintain one or more hospital/hospitals, nursing homes, dispensaries or any other facility for the reception and treatment of persons suffering from illness, or mental defect or for the reception and treatment of persons during convalescence, or persons requiring medical attention, or rehabilitation, to provide medical relief to the public and in the branches of medical sciences by all available means.
112. To carry out medical researches by engaging in the research and development of all fields of medical sciences, and in all therapies of medical treatment, so as to afford medical relief in a better way and to provide research facilities for carrying on research, basic and applied, in all systems and discipline of medical and surgical knowledge.
113. To acquire by purchase or otherwise, and to carry on the business planters, growers of estate owners, cultivators, and manufacturers or dealers in tea, coffee, cardamom, pepper, and gums sellers and spices, of every rubber and gutta-percha and gums of every description, corn, cocoa, rice, oil, copra, coconuts, sugar, plantations, cinchona, cereals, cotton, silk, vegetable, agricultural, sericultural and horticultural products and to manufacture, dispose of, buy and deal in the said products.
114. To purchase, take on lease, or otherwise acquire, any mines, mining rights, and metalliferous land in the country or elsewhere and any interest therein, and to explore, work, exercise, develop and turn to account the same.
115. To crush, win, get, quarry, smelt, calcine, refine, dress, amalgamate, manipulate, market, ore, metal, and mineral substances of all kinds, and to carry on any other metallurgical operations which may seem conducive to any of the Company's object.
116. To start, acquire, print, publish and circulate, or otherwise deal with any newspaper or newspapers, journals, magazines, books, literary work and undertaking, or other publications, and generally to carry on the business of newspaper proprietors and general publishers.
117. To carry on business as business and office managers, messengers, telephone operators, forwarding agents and commercial agents, and to provide a telephone answering service for subscribers and others, and provide services in connection with the reception and forwarding of message and information by telephone, telegrams, letter, radio and by any means whatsoever.
118. To acquire, take over, promote, establish, and carry on all or any of the business of seed crushers and manufacturers of linseed cotton and other cakes, oil extractors by crushing, chemical or any other processes, cake and oil

manufacturers, oil refiners, soap boilers, manufacturers of floor cloths and floor coverings of every description, makers and manufacturers of cattle food and feeding and fattening preparation of artificial manures and fertilizers of every description, makers and manufacturers of artificial manures and fertilizers of every description, meal manufacturers, grain and seed merchants, flax and cotton merchants, oil merchants, millers, flour merchants, baker, biscuit makers, hay, straw, and fodder merchants, nurseryman, candle makers and stearin and saccharine manufacturers.

119. To carry on the business of manufacturers of and dealers in paper of all kinds, and articles made from paper or pulps and materials used in the manufacture or treatment of paper, including cardboard, corrugated board, hard board, plywood board, railway and other tickets, mill boards and treatment of wall and wall and ceiling papers.
120. To carry on the business of manufacturers, producers, refiners, developers and dealers, in all kinds of metals, materials, minerals, chemicals, substances and products, whether natural or artificial including in particular, but without limitation, plastics, resins and goods and articles made from the same, and compounds, Intermediates, derivatives and bye-products thereof.
121. To construct, equip, maintain and work public transport vehicles, motor coaches or other vehicles appropriate for the carriage of passengers or goods, and to carry on the business of proprietors and carriers of passengers both in public conveyances and in private vehicles and goods in India and the in the neighbourhood, and in such other places as may from time to time be thought fit.
122. To purchase or acquire for any estate or interest any beds or springs or other supplies of salt or brine or other substance require for the purposes of the company, and to work and develop the same.
123. To carry on the business of travel agents, tourists agents and contractors, cables and telegraph companies agents, bankers, banking insurance, forwarding and general agents, aircraft and ship owners and charterers, agents for operators of air sea, land or inland waterway carriage undertakings, road transport owners and hirers, hotel, apartment and lodging-house keepers, caterers and storekeepers. teachers of languages, promoters and managers of clubs and societies (travelling social, educational or otherwise), publishers of books, periodicals and newspaper sellers, foreign correspondents and advertising agents, and generally to facilitate travelling, and to provide for tourists and travellers or to promote the provision of facilities of every description, and in particular by means of the booking of travel tickets and accommodation and hotel and lodging accommodation, providing guides, safe deposits, inquiry bureaus and baggage transport, and arranging and operating tours.

- IV. The liability of the members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.
- V. \$ The Authorised Share Capital of the Company is Rs. 18,00,00,000/- (Rupees Eighteen Crore) divided into 1,80,00,000 (One Crore Eighty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each.
- \$ The Authorised Share Capital of the Company increased from Rs. 11,00,00,000/- (Rupees Eleven Crores Only) to Rs. 1,10,00,000/-(Rupees One Crore Ten Lakhs Only) vide Ordinary Resolution and accordingly Clause V substituted vide Ordinary Resolution passed by the Company in its Annual General Meeting held on Thursday, 25th September, 2025.

We, the several persons, whose names, addresses, and descriptions are subscribed hereunder, 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 opposite to our respective names:

| Sr No | Name, address, descriptions and occupation of each subscriber                                                                                            | No. of shares taken by each subscribers | Signature of Subscriber | Signature, name, address, description & occupation of witness                                                                                                      |
|-------|----------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|-------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 01.   | Shri. Parag S. Parekh<br>S/o Shantilal Parekh,<br>P.S. Parekh & Co, Fort<br>Chambers-C,<br>55, Tamarind Lane, Bombay-<br>400023.<br>Chartered Accountant | 10(Ten)                                 | Sd/-                    | Witness<br>Mr. Rajesh N.<br>Parekh,<br>S/O Narendra,<br>P.S Parekh & Co,<br>Fort Chambers-C,<br>65 Tamarind<br>Lane, Bombay-<br>400023<br>Student<br>Age: 22 Years |
| 02.   | Shri. Manish S Parekh<br>S/o Shantilal Parekh,<br>Raval Bldg, Karani Lane,<br>Ghatkopar- 400086.<br>Advocate & Solicitor                                 | 10(Ten)                                 | Sd/-                    |                                                                                                                                                                    |

**Date: 08<sup>th</sup> December, 1986**

**Place: Mumbai**