

**THE COMPANIES ACT, 1956**

**COMPANY LIMITED BY SHARES**

**MEMORANDUM OF ASSOCIATION**

**OF**

**TAAZA INTERNATIONAL LIMITED**

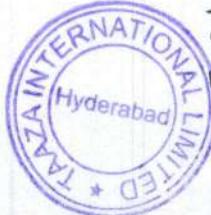
- I. The name of the Company is "**TAAZA INTERNATIONAL LIMITED**".
- II. The registered office of the Company will be situated in the State of Telangana.
- III. The Objects for which the Company is established are:

**(A) The Main Objects for which the Company is established are:—**

1. \*To engage in the business of designing, developing, manufacturing, producing, assembling, selling, buying, distributing, exporting, importing re-selling, exchanging, altering, improving, assembling, dealing in marketing, procuring, sourcing and acting as buying and selling agents, commission agents, merchants, distributors, repairers, warehousers, traders in, brokers, research and development in the area of product development, for automotive vehicles including but not limited to electric vehicles including autos, buses, omni buses, trucks, lorries, motor cars, scooters, motor-scooters, engines, locomotives of every description and also of various parts, components and accessories thereof including but not limited to chassis, batteries, chargers, motors, controllers, tools, aggregates, implements, materials of all or any of the above mentioned motor vehicles used for the transport or conveyance of passengers, merchandise and goods of every description whether propelled or used by electricity, steam, oil vapour, gas, petroleum, diesel oil or any other motive or mechanical power, in India or elsewhere and to render all or any services in relation or in connection with any or all of the aforesaid activities such as but not limited to, supply chain management services, after sales support and services for such automotive vehicles.

\*Pursuant to the Resolution plan along with the scheme of arrangement between Taaza International Limited (Transferee Company) and Keto Motors Private Limited (Transferor Company) approved by Hon'ble NCLT, Hyderabad Bench Vice Orders dated 12.06.2025

*S-Jhansi*  
Jhansi Sanivarsapu  
Whole-time Director  
DIN: 03271569



**B. Object incidental or ancillary to the attainment of the main objects are :**

1. To purchase, take on lease, or tenancy or license or in exchange hire take options over or otherwise acquire for any estate or interest in any property whether movable or immovable and any right or privileges which the Company may think necessary or convenient for the purpose of its business or may enhance the value of any other property of the Company in particular any land (free-hold, leasehold or other tenure), building easements, machinery, plant, implements, provisions, hardware and stock-in-trade and on any such lands to build, construct, maintain, enlarge, pull down, remove or replace, improve or develop and to work, manage and control any buildings, offices, factories, mills, furnaces, sheds, godowns, shops, roads, ways, bridges or other structures for the purpose of the company and also for the residence and amenity of its employees staff and other workmen and to erect and install machinery and plants and other equipments deemed necessary or convenient or profitable for the purpose of the Company.
2. To purchase or otherwise acquire and hold on, invest, trade, deal in, mortgage, pledge, assign, sell, transfer or otherwise dispose of any goods, wares, merchandise and all movable property for carrying out business of the Company.
3. To purchase or otherwise, acquire, assemble, install, construct, alter, equip, repair, remodel, maintain, enlarge, operate, work, manage, control, hold, own, rent, charter, mortgage, sell, convey or otherwise dispose of any buildings and structures, telephones and other communication facilities, data processing system and facilities, machinery, apparatus, instruments, fixtures and appliances in so far as the same may appear to or be useful in the conduct of the business of the Company.
4. To purchase, charter, hire, build or otherwise acquire any vehicles, vessels or craft of every description and to hold, own or work such vehicles, vessels or crafts for business of the Company.
5. To pay for any rights or property acquired by the Company and to remunerate any person or company whether by cash payment or by allotment shares, debentures or securities of the Company Credited as paid-up in full or in part or otherwise.
6. To apply for purchase or otherwise acquire and protect and renew in any part of the world any patent rights, brevets-de invention, trade marks, designs, licenses, concessions and the like, conferring any exclusive or non exclusive or limited rights to their use, or any secret or other information as to any invention or research which may seem capable of being used for any of the purpose of the Company or 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, right or information so acquired and to expend money in experimenting upon, testing or improving any such patents, inventions or rights and without prejudice to the generality of the above, any contracts, monopolies or concessions for or in relation to the supply and sale of any minerals, metals, products or other substances, materials, articles or things or for in relation to the construction, execution, carrying out improvement, management, administration or control of any works and conveniences required for the purpose of carrying out any of the aforesaid business and to undertake, execute, carry out, dispose of or otherwise turn to account such contracts monopolies or concessions.
7. To acquire from any person, firm or institution or body corporate, whether in India or elsewhere technical information, know-how, processes, engineering, manufacturing and operating data, plans, layouts and blue prints, useful for the design, erection and operation of plants and machinery required for any of the business of the Company and to acquire any grant or licence and other rights and benefits.
8. To enter into any arrangements with any Government or any authority, supreme, municipal, local or otherwise that may seem beneficial to any of the Company's objects and to apply for, promote and obtain by any act or any legislature, charter, rights, powers, privileges, concessions, grants, decrees, provisional orders, licences or authorisations of government-Central or State, or any relevant authorities (local or otherwise) or any private party for enabling the Company to carry and of its objects into effect or for any purposes which may seem expedient and to oppose any proceedings or applications which may seem calculated to prejudice the interests of the Company.
9. To enter into arrangement with companies, firms and person for promoting and increasing manufacture, sale, purchase and maintenance of goods, articles or commodities of all and every kinds and descriptions, either by buying, selling, or easy payments systems or by assisting such other companies, firms or persons to do all or any of such last mentioned acts, transactions and things and in such manner as may be necessary or expedient and in connection with or for any of these purposes to enter into agreements, give guarantee or security or otherwise finance or assist all or such purpose on such terms and in such manner as may be desirable.
10. To advance, deposit or lend money, securities and property with or without security as may be thought proper, to such persons, companies, corporations or firms and on such terms as may seem expedient and in particular to customers and others having dealings with the Company and to release to discharge any debt or obligation owing to the Company.

11. Subject to the provision of the companies Act, 1956, to receive money on loan and borrow any money in such manner and with or without allowance or interest thereupon as the Company shall deem fit and in particular by the issue of debenture-stock (perpetual or otherwise and convertible into share of this or any other company or not) and to secure the repayment of any money borrowed, raised received or owing by mortgage, pledge, charge or lien upon all or any of the property or assets of the Company (both present and future and also by similar mortgage, charge, pledge or lien or secure and guarantee the performance by the Company or any other person, Company, firm or body corporate or any obligation undertaken by the Company or any other person, Company, firm or body corporate as the case may be and to give the lenders or creditors the power of sale and other powers as may seem expedient, provided however, that the Company shall not do any banking business as defined in Banking Regulations Act, 1949 and shall not carry on chit fund business.
12. To draw, make accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory notes, cheques, hundies, bills of lading, shipping documents, warrants, debentures and other negotiable or transferable instruments.
13. To guarantee the performance of any contract or payment of money secured by or payable under or in respect of bonds, any debentures, debenture-stock, contracts, mortgages, charges, obligations and other securities of any company or any authority, Central State, Municipal, local or otherwise or of any person, whosoever, whether incorporated or not and generally to transact all kinds of guaranteed business and to further transact all kinds of trust and agency business for attainment of the objects of the Company.
14. To invest any surplus money of the Company not for the time being required for any of the purposes of the Company in such manner as may be thought proper.
15. To improve, manage, develop, grant rights or privileges in respect of, or otherwise deal with all or any part of the property and rights of the Company.
16. Subject to the provisions of the Companies Act 1956 to mortgage, pledge hypothecate, sell or otherwise dispose of the whole or any part of parts of the undertaking of the Company or any land, business, property, rights or assets of any kind of the company or any share or interest therein in such manner and for such consideration as the Company may think fit.
17. To establish, promote or concur in establishing or promoting any company or companies for the purpose of acquiring all or any of the undertaking business, rights, liabilities and properties of the company or for any other purpose which may seem directly or indirectly calculated to benefit the company and to place or guarantee the placing of, underwrite, subscribe for or otherwise acquire all or any part of the shares, debentures or other securities of any such other company or companies and to subside or otherwise assist any such company or companies either out of its own funds or out of funds that it might borrow by issue of debentures or from bankers, or otherwise.
18. To vest any real or personal property, rights or interest acquired by or belonging to the company in any person or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.
19. To take into consideration and to approve and confirm and/or carry out all acts deeds or things that may be done or entered into with any person, firm or body corporate by the promoters of the Company and further to enter into any arrangement, agreement or contract with the promoters and to reimburse them for all costs and expenses that may be incurred by them in or in connection with the formation or promotion of the Company.
20. To pay out of the funds of the Company all costs, charges and expenses which the Company may lawfully pay with respect to the promotion, formation and registration of or for the business of the Company and/or the issue of its capital or which the Company shall consider to be necessary including therein the cost of advertising, printing and stationery and commission for obtaining the underwriting of shares, debentures or other securities of the Company and expenses attendant upon the formation of agencies, branches and local boards.

21. To purchase, takeover or otherwise acquire and undertake the whole or any part of the business property, rights and liabilities of any person, firm or company carrying on or proposing to carry on any business which this Company is authorised to carry on, or possess any property or rights suitable for any of the purpose of the Company, or which can be carried on in shares, stocks, debenture-stocks of any such person, firm or company, and to conduct, make or to carry into effect any arrangements in regard to the winding up of the business of any such person, firm or company.
22. To procure the incorporation, registration or other recognition of the Company in any country, state or place.
23. To establish and regulate branches or agencies, whether by means of local boards or otherwise anywhere in India or elsewhere at any place or places through the world for the purpose of enabling the Company to carry on its business more efficiently and to discontinue and reconstitute any such branches or agencies.
24. To apply for membership or become a member of any Stock Exchange, Bullion Exchange, Commodities Exchange, Company, Chamber of Commerce, Association, Fabrication, Society or Body Corporate having any objects similar or identical with those of the Company or likely to promote the interest of the Company.
25. In accordance with the law for the time being in force, to reserve or to distribute as bonus shares to the members or otherwise to apply as the company deemed fit any money received by way of premium on any shares, stocks or debenture-stock of the company and moneys arising from the issue by the Company or forfeited shares..
26. To grant pension, allowances, gratuities, benefits, emoluments and bonuses and provident funds to employees, managers and directors of the Company and the widows, children and other dependants of such person and to construct or contribute to the construction of houses, dwelling units or quarters for the employees of the Company and of other concerns which are or may have contractual relationship of the rendering any services to the Company and to join with any other person, firm or company in doing any of these things.
27. To appoint attorneys for and on behalf of the Company and to execute necessary powers in favour of the said attorneys to act for and in the name of and on behalf of the Company and to revoke all or any such powers and appointments as may be deemed expedient.
28. To establish industrial estates including setting up of housing colonies, recreation facilities, medical relief facilities, water and electricity plants, ancillary and/or auxiliary units required for furtherance of the business of the Company.
29. To help, assist, support, aid, establish, acquire or set up and run schools, colleges, training and professional institutions, hospitals, dispensaries, music and dances centres or other similar institutions for the welfare of the employees of the Company.
30. To give to any officers, servants or employees of the Company any share or interest in the profits of the Company's business or any branch thereof, and whether carried on by means or through the agency of any subsidiary Company or not, and for that purpose to enter into any arrangement that the Company may think fit.
31. To train or pay for training in India or abroad of any of the Company's employees or any other person in the interest of or for furtherance of the Company's objects.
32. To establish and maintain 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 person who is or was at any time in the employment or service of the company, or who are or were at any time Directors or officer of the company and the wives, widows, families and dependents of any such persons, and also establish and subsidise and subscribe to any Institutions, associations, clubs or funds calculated to the benefit of or to advance the interest and well-being of the company or of any such other company as aforesaid and do any of the matters aforesaid either alone or in conjunction with any such other Company.
33. To receive any gifts of immovable or movable property and offerings or voluntary donations or bequest and legacies either from the shareholder, directors or from any other person for all/or any of the objects of the Company.

34. To support, donate, contribute, subscribe, advance with or without interest or all concessional rate of interest or otherwise to assist or to guarantee moneys to any charitable, benevolent, religious, scientific, educational, national, public or other institutions, trust, club, societies, organisations or individuals or body or individuals on such terms and conditions as may seem expedient or for any exhibitions or towards the funds of any other organisations subject to the provisions of the Companies Act, 1956.

35. a) To undertake, carry out, promote and sponsor rural development including programme for promoting the social and economic welfare of or the upliftment of the public in any rural area and to incur any expenditure or any programme of rural development and to assist in the execution and promotion thereof either directly or through an independent agency or in any other manner. Without prejudice to the generality of the foregoing, "Programme of rural development" shall also include any programme for promotion of the social and economic welfare of or the upliftment of the public, in any rural area to promote & assist rural development, or any other act relating to rural development for the time being in force and in order to implement any of the above mentioned objects or purposes transfer without any consideration or at fair or concessional value and divest the ownership of any property of the company to or in favour of any Public or Local Body or Authority/Central/State Government/Public Institution/Trust/Fund/Organisation/person.

b) To undertake carry out, promote and sponsor or assist any activity for the promotion and growth of the national economy and for discharging social and moral responsibilities of the company to the public or any section of the public as also any activity to promote national welfare or social, economic or moral uplift of the public or any section of the public and in such manner and by such means without prejudice to the generality of the foregoing to undertake, carry out, promote and sponsor any activity for publication of any books literature or newspapers, organising lecturers or seminars likely to advance these objects or for giving merit awards, or for giving scholarships, loans or any assistance to deserving students or other scholars or persons to enable them to prosecute their studies or academic pursuits or researches and for establishing, conducting or assisting any institution, fund, trust having any one of the aforesaid objects for going donation or otherwise in any other manner and in order to implement any of the aforementioned objects or purposes transfer without consideration or at fair or concessional value and divert the ownership of any property of the Company to or in favour or any public of Local Body or Authority/Central or State Government/Public Institution/Trust/Fund/Organisation/Person.

c) Subject to provision of Companies Act, 1956, to give donations and to advance money to any person, institution, organisation, trust fund for benevolent causes on such terms and conditions and with or without interest as may seem expedient.

36. To adopt such means of making known the business or products or interests of the company as may seem expedient and in particular by advertising in the press, by circulars on radio, television, video, tapes, and any such communication channels, by exhibition of works of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations.

37. Subject to the provision of the Companies Act, 1956 to amalgamate, enter into partnership or into any arrangement for sharing profits, union or interest, co-operation, joint venture or reciprocal concession with any person, firm, corporation or company in India or outside carrying on or engaged in any business or transaction which the Company is authorised or engaged in or which can be carried on in conjunction therewith or which capable of being conducted so as directly or indirectly to benefit the company and further to enter into any arrangement or contracts with any person, association or body corporate whether in India or outside, for such other purposes that may seem calculated beneficial and conducive to the objects of the company.

38. To experiment and to incur expenses necessary for the purpose and with a view to improve the present method and process of working the business which the company is authorised to carry on and to carry on research for improving, developing or effecting economy and greater efficiency in business of the company or in the process of production, manufacture and working of or trading or dealing in the various substances, materials and articles and things or with any of the business for which the company is established.

39. To establish, maintain or subsidise and conduct, organise, sponsor and/or assist research in any field that may seem calculated to promote any of the business which the company is authorised to carry on.

40. To act as agents or brokers and as trustee for any person or company having similar objects and to undertake and perform subcontracts and to do all or any of the above things in any part of the world and as principals, agents, contracts, trustees or otherwise and by or through agents, sub-contracts or trustees or otherwise and either alone or jointly with others.
41. Upon any issue of shares, debentures or their securities of the Company, to employ brokers, underwriter, registers, commission agents, manager and other agents and to provide for the remuneration of such person for their services by payment of cash or by the issue of shares, debentures or other securities of the Company or by granting of options to take the same or in any other manner allowed by law.
42. To open and keep a register or registers in any country or countries where it may be deemed advisable so and to allocate any member of shares in the Company to such register or registers.
43. To create any depreciation fund, reserve fund, insurance fund, sinking fund or any other special fund whether for depreciation or repairs, replacement, improvement, extension or maintenance of any or properties of the Company by way of Investment Allowance Reserve or any other reserve or for redemption of debentures or redeemable preference shares or for any other purpose conducive to the interest of the Company.
44. To distribute, in the event of winding up in specie or otherwise as may be resolved, any property or assets of the Company or any proceeds of sale or disposal of any property or assets of the Company including the shares, debentures or other securities subject to the provisions of the Companies Act, 1956.
45. Subject to provisions of the Companies Act 1956, or any other enactment in force, to indemnify and keep indemnified officer, directors, agents and servants of the Company against proceedings, costs, damages, claims and demands in respect of anything done or ordered to be done by them for and in the interest of the Company and for any loss, damage or misfortune whatever which shall occur in execution of the duties of their office or in relation thereto.
46. To do all such other things as may be deemed incidental or conducive to the attainment of the above or any of them.

### C. OTHER OBJECTS

1. To carry on the business in India and elsewhere as manufacturers, assemblers, designers, builders, sellers, buyers, exporters, importers, factors, agents, hirers and dealers of electronic goods, digital and analogue data processing devices and system, electronic computers, mini and micro processor based devices and systems, office automation systems, electronic data processing equipment, central processing units, memory, peripherals of all kinds, data communication equipment and control systems, satellite communication equipments and systems, telephone exchanges, remote control systems, software data entry devices, data collecting systems, accounting and invoicing machines, intelligent terminal controllers, media solid state devices, integrated circuits, transformers and all related and auxiliary items and accessories including all components of electronics, hardware and appliances of any type and description.
2. To carry on the business of producers, processors, buyers, sellers, importers, exporters and dealers in electric cables, jelly filled cable, power cables, telecommunication cable and all other kinds of cable, wires, conductors, capacitors, electrical goods and appliances, electrical machinery, electronic goods, equipments, accessories and appliances, computers and other data processing machines and equipments, transmitters, transformers, switch-gears, control gears, electric motors, equipments, generators, switch board, circuits, drycell batteries, accumulators, lamps, paper, cellular phones, facsimiles, gramophones, wireless equipments, radios, televisions, teleprinters, transistors, lenses, laying distributing and running telecommunication network, mobile and cellular phone services, E-mail services and other relatable goods, materials and services.
3. To carry on the business of producing, designing, assembling, using, buying, selling, repairing, servicing, renovating, installing, hiring out or letting on hire leasing and dealing in computer hardware, software, peripherals, stationery, consumables and accessories, products, components, articles, of all types, size and kinds and to establish and run data processing centres, computer hardware and software centres, multi media centres, and to offer consultancy, data processing and other services and jobs that are normally offered by data processing centres, computer centres, multi-media centres, to industrial, business and other types of customers and to import training on electronic data processing computer hardware and software including multi-media to customers other and to establish and run in any part of India data Processing centres, computer centres, multi-media centres to import education and training on computer hardware and software to the students and other professionals.
4. To carry on the business as manufacturers, fabricators, assemblers, developers, processors, consultants, programmers, importers, exporters and dealers of and in, in all kinds and description of electronics electromechanical and electrical goods products, apparatus, materials, computer softwares, components, parts and things (whether for industrial, business or household use or otherwise) including, without limiting the generality thereof, computers, accounting and business machines, communication, telecommunication and telecommunication devices, artificial intelligence based systems, robots, processes or environmental control and adaptive devices, automation devices, transistors, receivers, transformers, conductors, magnetic materials, microwave components, video games, tapes, discs, fittings, switches and all hardware, software and peripherals thereto and thereof required for or capable of being used for or in connection with the manufacture, maintenance, working or servicing of the same and also establish and maintain for the company and for others, data banks, dissemination networks and services.
5. To acquire by lease, exchange, ownership, purchase hire rent or otherwise, acquire deal in construct let out furnish and carry on all or any of the function of proprietors of dwelling house, lands and buildings, shops apartments, flats and immovable properties of all kinds or tenure or any interest in the same and to develop, turn to account, construct, execute undertake maintain remodel, build, erect, demolish, repair, alter, re-erect or do any work, furnish any building or buildings scheme, part of any building hotels, clubs, colonies, complexes, apartments, markets, tanks, schools, hospitals, restaurants, baths place of amusements, works which the company may think appropriate and useful in this behalf and to carry on the business as proprietors of flats and building and to sell, let on hire, rent lease, give on hire purchase or out-right sale basis or otherwise apartments therein on such terms and conditions as the Company may think fit and to finance or

assist in financing the sale of house, building, flats, either furnished or otherwise by way of hire purchase or deferred payment or outright purchase or any other mode and to finance the sale and maintenance of any such property agent, builders contractors, architects, planners and developers, decorator, furnish and maintain buildings works and sanitary conveniences of all kinds to lay out roads, drainage pipes, water pipes and electric installation and to set apart land for flower gardens and recreation grounds otherwise improve the land or any part thereof and to act as brokers, consultants, promoters, engineers, architects, contractors, draughtsmen, interior decorators investors, and generally to deal in immovable properties of all descriptions and tenures by purchase and sale or otherwise as may be necessary or thought proper.

6. To acquire by purchase lease, exchange or otherwise and to carry on the business of contracts, ironfounders, iron and steel manufacturers, mechanical engineers, civil engineers consulting engineers, project engineers, technical consultants and manufacturers of agricultural, industrial and other machines, rolling stocks, parts and accessories, fabricators, tool-makers, brass founders, metal-workers, boiler makers, millwrights, machinists, iron and steel converters smiths, wood-workers, builders, metallurgists, electrical engineers, water supply engineers, chemical engineers, chemists, chemical and physical analysts and manufacturers, builders, contractors of pollution and energy saving grand pollution control devices, machinery and such other items and to export, import buy sell manufacturer, repair, convert alter, let on hire and otherwise deal in machinery, implements, rolling stock, hardware and scrap of all kinds.
7. To Purchase, take on lease or otherwise acquire any mines, mining rights and land any interest therein and to explore, work, excercise, develop and turn to account the same.
8. To generate, accumulate, distribute and supply renewable and/or non renewable energy including electricity for the purpose of light, heat motive power and for other purpose for which electrical energy can be employed and to manufacture and deal in all apparatus and things required for or capable of being used in connection with the general, distribution, supply accumulation and employment of electricity including hydro electricity, solar power or electricity from mineral and wind power.
9. To purchase, acquire, take on lease or exchange lands, buildings, machineries, factories and to cultivate any estates, land and properties and to grow thereon tea, coffee, cardamons, cereals, foodgrains, cash crops, oil seeds, fruits, wine, vegetables, flowers, cichona, cotton, and to carry on the business of general planters, growers, curers, horticulturists, manufactuters, farmers, garden and other produce merchants, dairy farming, including making of condensed and powdered milk, cream, cheese, butter and other milk products, and the business of poultry farmer, deep sea fishing, prawn breeding and processing, livestock breeding and processing and canning and packaging of good articles, spices, fruits and vegetables and of cultivating and exploiting forests and utilising forest products and to prepare, process, manufacture and render marketable the produce of any estate, land or properties of the company and turn such produce, products and/or properties to account.
10. To carry on business as producers, distributors, importers, exporters, exhibitors and financers of cinematograph films, and to manufacture own, acquire, provide secure, arrange or deal in films and photographic, sound recording, musical, lighting appliances, instruments, equipments and machines, and to construct, establish, own, hire or otherwise acquire and to manage, let out for rent, fee, monetary gain or otherwise studios, laboratoties, theatres, building, hall, open air theatres, bars, restaurants and other building of work required for the purpose of production, distribution or exhibition of the film, operas, stageplays, dances, opeares, burlesques, vaudeville, revues, ballets, pantomimes, spectacular pieces, promenade, concerts, circus or other performances and entertainments, and to act as dealers, importers, exporters of musical instruments and records, tapes, cinema and film projectors and cameras, wigs and other products of materials related or connected with the aforesaid objects and business; and to acquire exclusive or limited rights to any play, story, script, musical songs and lyric, book article or any technique by producing, purchasing or otherwise acquiring and to use exercise, develop or exploit or turn to account such rights for the business of the Company; and to act as agents for training, retraining, arranging and supplying artists, stars, art directors, script or story-writers, technicians, extras and other personnel required by the Company or others for film, cinema or show business.

11. To open and run cinema-houses, studios or distribute motion films, video and audio cassettes and laser disc for the exhibition of films, and to produce, finance, exploit and deal in motion pictures, photo displays and to conduct and carry on in all their respective branches of the business of film producers, manufacturers, licensors, licencees, printers, proprietors, hirers and dealers and agents, for films, of all and every kind and description, cinema equipments, photographic instruments and materials, entertainment electronic materials of every kind and descriptions and such other functions, operations and works which can be conveniently undertaken and carried out by persons in such business.
12. To establish, set up and run hotels, motels, guest houses, marriage halls, exhibition halls, holiday resortes, inns, bars, restaurants, fast food centres, pizzerias, ice-cream parlours, amusement and recreation centres, saloons, libraries, cold storages, clubs and to act as boarding and lodging house keepers, wine, beer and spirit merchants, brewers, maltsters, distillers and manufactures of ice-creams, aerated, mineral and artificial water, and other drinks, purveyors and caterers.
13. To establish, set up, design, construct, take over and run all kinds of hospitals, dispensaries, clinics, laboratories, medical centres, X-ray and scanning centres, pathological and all types of medical facilities, health clubs and to design, manufacture, import, export, buy, sell, install, maintain and improve all kinds of equipments and instruments for hospitals, dispensaries, clinics, laboratories and health clubs, and to buy, sell, manufacture, import export, treat and deal in all kinds of pharmaceuticals, chemicals, medicines and hormones, herbal and essences.
14. To acquire and carry on the business of manufactures, producers, processors, importers, exporter, buyers sellers of and dealers in all kinds of oils, hydrogenated, dehy-drated, deodorised or otherwise and other vegetable products including vegetable ghee, margarine whether produced out of sunflower or soya oil or any other oil and all kinds of edible oils and oil preparations, allied products, by-products and substitutes for all or any of them and to treat and utilize any waste arising from any such manufacture, production or process, whether carried on by the Company or otherwise.
15. To carry on the business of processing, refining, converting, manufacturing, formulating, using, buying, selling acquiring, storing, packing, dealing, transporting, distributing, importing, exporting and disposing of all types of chemicals (both organic and inorganic), Petrochemicals and other related products including Naptha, Methane, Ethylene, Propylene, Butenes, Naphthalene, Cyclohexane, Cyclohexanone, Benzene, Acetic Acid, Cellulose, Acetate, Vinyl Acetates, Caprolactum, Adipic Acid, Hexamethylene, Diamine, Nylon, Nylon-6, Nylon-6.6, Nylon-6.11, Nylon 7, and their fibres, Castings Mouldings, sheets, rods, othoxylene, Phthalic Anhydride, Alkyd Resins, Polyester Staple fibre, Polyester Filament Yarn, Nylon Filament Yarn, Nylon tyre Cord, Synthetic Rubbers, Engineering Plastics, Mixed Xylenes, Paraxylene, Metaxylene, Toluene, Cumene, Phenol, Styrene, Butadiene, Methacrolein, Maleic Anhydride, Methacrylates, Urea, Methanol, Formaldehyde, UF, PF, and MF resins, Hydrogen Cyanide, Poly-methyl, Methacrylate, Acetylene, PVC Polythylene, Plastics, Melamine and derivatives thereof, whether liquid, solid or gaseous, Dichloride, Ethylene Oxide, Ethyleneglycol, Polylycois, Polyurthanes, Parasylenes, Polystyrenes, Polypropylene, isopropanol, Acetone, Propylene, Oxide, Propylene glycol, Acrylonitrile, Acrylic Fibres, Allyl Chloride, Epichlorhydrin, Alipatic and Aromatic Alcohols, Aldehydes, Ketones, Aromatic Acid, Anlu-phrides, Vinyl Chloride, Acrylic, Esters or Ortho, meta and tere-phthalic Acids and all gases, Epoxy resins and other Petrochemical products and Polymers in all their form like resins, fibres, sheets, mouldings, castings, cellophones, colour paints, varnishes, disinfectants, insecticides, fungicides, deodorants as well as bio-chemical, pharmaceutical, medical, szig, bleaching, photographic and other preparations.
16. To carry on the business of manufactures, fabricators, processors, producers, traders, importers, exports, buyers, sellers of and dealers in all kinds of textiles, fabrics, hosiery goods, yarn, nylon, polyester, acrylic, rayon, silk, lenen, cotton, wool, staple viscose, synthetics and any other fibre or fibrous materials, whether synthetic, artificial or natural, textile substances, allied products, by-products, and substitutes for all or any of them and to treat and utilise any waste arising from any such manufacture, product or process whether carried on by the Company or otherwise.
17. To carry business of spinners, weavers, processors, bailers, pressers and/or manufacturers of goods and products from jute, jute cutting, jute rejections, hemp, cotton, wool, silk, synthetic fibre/materials, all types of blended fibres and materials and all other fibrous materials, hides and skins and the manufacture, production and/or cultivation thereof and the business of buyers, sellers, traders, exporters, importers, consignors, consignees, principals and/or agents of and dealers in jute, jute cuttings, jute rejections, cotton, wool, shynthetic fibre/materials, all types of blended fibres and materials and all other fibrous materials.

18. To carry on the business of producers, cultivators, manufacturers, wholesalers, importers and exporters of, and dealers in all kinds of tobacco, cigars, cigarettes, match-light, pipe smoker's requisities and any other articles required by or which may be convenient to smokers, and of snuff griners and merchants and box merchants, and to deal in any other articles and things commonly dealt in by tabacconists.
19. To purchase, manufacture, produce, boil, refine, prepare, import, export, sell and generally to deal in sugar, sugar candy, jaggery, sugar-beet, sugarcane, bagasse, molasses, syrups, alcohol, sprints and all sugar products such as confectionery, glucose, sugar-candy, canned fruits, golden syrup and aerated and mineral water and/or byproducts such as bagasse board, paper, pulp, butyl alcohol, acetone, carbon dioxide, hydrogen, potash can, was and fertilizers and food products generally and in connection therewith to acquire, construct operate factories for the manufacture of sugar or any of its products or by products and acquire or manufacture machinery for any of the above purpose.
20. To carry on the business of manufacturers, processors, refiners, smelters, makers, fabricators, convertors, finishers, importers, exporters, agents, merchants, buyers, sellers and dealers in all kinds and forms of ferrous and non-ferrous metals, steel including tool and alloy steels, stainless and all other special steels iron and other metals and alloys, aluminium, sponge iron, pig iron and all kinds of goods, products, articles or merchandise whatsoever manufactured wholly or partly from steel and other metals and alloys and also the business of iron-masters, steels and other metals and mine owners, converters, colliery proprietors, coke manufacturers, ferroalloys manufacturers, mine, smelters and engineers in all their respective branches and to search for get, work raise, make merchantable, manufacture, process, buy, sell and otherwise deal in all kinds of varieties of ferrous and non-ferrous metals and products thereof, coal, coke, brickeath, fireclay bricks, ores, mineral substances, alloys and metal scrap and to manufacture, produce and distribute all types of industrial gasses such as oxygen, acetylene, carbondioxide, argon and such other gasses and required accessories.
21. To carry on business either as manufacturers, producers, traders, exporters, importers, consignees, consignors, principals, owners, agents or factors and on either wholesale or retail all or any of the business following, that is to be say, portland cement, slag cement, white cement and all other kinds of cement, cement products, asbestos, paper and pulp, linoleum, wall paper and all kinds of floor covering and wall coverings, fertilizers, manures, pesticides, insecticides and other products used for agricultural and other framing work, gums, sugar seeds, sugar gum and other industrial and household gums, calcium carbide, calcium cyanamide, desulphurisation compound, hydrogen peroxide, citric acid, heavy find and all varieties of chemicals and chemical products, timber, forest products, ice, plumbing and sanitaryware, petrol, machinery, accessories and spares, medical requirements, astrabinucak, photographic, sound and surgical instruments, machines and materials, drugs, pharmaceuticals, patent medicines, provisions, species, stores, consumable articles, drysaltery, medical preparations, restoratives, food, stationery, candles, perfumes, cordials, coals, gas, fuel, alcohol, sugar, glass, plastics, colours, cutlery, glassware, chinaware, thermal and hydel power, aviation material, grinding materials, abrasives, lands, buildings, countryards, farms, house, mill stores, machineries, of all kinds and descriptions, electrical and stores, aerated and mineral waters, confectioneries, leather and leather goods and other allied products, by-products and substances and substitutes for all or any of them.
22. To manufacture, make, produce, purchase, import, export, sell and otherwise deal in repair or recondition ornaments and jewelleries of all kinds whether of gold, silver, platinum, rolled gold and other metals and alloys, diamonds, rubies emeralds, pearls or any other precious stones or substance and to establish and maintain factories and workshop, showrooms, strongrooms and agencies for manufacturing and making such ornaments and jewelleries and other articles.
23. To carry on the business of manufacturers of, distributors, agents and dealers in all kinds of classes of paper, board, cardboards, mill boards and articles made from paper or pulp, plastics or minerals used in the manufacture or treatment of paper and all varieties of boards, and in particular of manufacture and deal in writing paper, printing paper, gummed paper, blotting paper, filter paper, art paper, blank or bond paper, drawing paper, craft paper, envelope paper, tracing paper, waterproof paper, wall and ceiling paper, carbon paper and photographic paper.
24. To carry on the business of manufacturing, buying, selling, playing, exchanging, altering, importing, improving, assembling, distributing and dealing in motor vehicles, trucks, tractors, chassis, motors, auto-rickshaws, scooters, two-wheelers, three-wheelers, motor cycles, cycles, buses, lorries, minibuses, vans, engines, locomotives, wagons, coaches, turbines, tanks, ships, vessels, boats, flats, barges, launches, cargo boats, aeroplanes, airships, flying boats, hydroplanes, seaplanes, balloons, and aircraft or every description and other vehicles and components or parts thereof, tools, implements, spare parts, accessories and ancillary, materials and products for transport or conveyance of passengers, merchandise and goods of every description whether propelled or use by electricity, steam, oil, vapour, petroleum, diesel oil, solar or any other motive or mechanical power in India or elsewhere.

25. To undertake and carry on the trade and business of shippers, ship owners, ship brokers, underwriters, ship managers, tug owners, shipping agents, loading brokers, freight contractors, carries by land and water, transport, haulage and general contractors, barge owners, lightermen, dredgers, railway and forwarding agents, refrigerators, store keepers, shipstore merchants, warehousemen, wharfingers, pier and landing stage owners, ship breakers, manufacturers of and dealers in rope, tarpaulin, life saving appliances, ship machinery and engineers, nautical instruments and ship's rigging gear, fittings and equipments, of every description, importers of ships and marine equipment of all description and to carry on the said business and other ancillary business either as principals or as agents or on commission basis or otherwise.
26. To carry on the business of manufacturers, exporters, processors, importers, sellers, buyers and/or dealers in rubber, synthetic rubber, vulcanising materials, rubber tubes, tyres, films, moulded goods, from rubber, hygienic goods made of rubber and latex, other rubber products, transmission belts and conveyors, rubber containers, bottles and closures, rubber lined vessels, condoms, toys and other allied goods, leather floor, cloth dress preservers, dress linings, umbrellas, waterproof goods and all kinds of articles made therefrom.
27. To acquire by purchase, lease, exchange or otherwise and carry on the business of manufacturers, suppliers importers, exporters and dealers in refractory goods, fire bricks, fire-cements and mortars, acid-proof bricks, insulation bricks, ceramic coating and other ceramic products including glassware and potteries of all type of minerals and chemicals.
28. To carry on in India or elsewhere business and manufactures, producers, merchants, agents, sub-agents, brokers, distributors, canvassers, indentors, consignors, carriers, consignees, transport agents, dealers, traders, depot managers, importers and exporters in all kind of merchandise commodities articles, things and goods and run general stores & departmental showroom for the said purpose and to act as clearing agent freight contractors, licensing agents, general brokers, and to carry on any kind of commercial business.
29. To produce, manufacture, refine prepare, process, purchase, sell, import export or generally deal in bricks, sand, stone marble, tiles, refractories, china wares, sanitary materials, pipes, tubes, tubular structures, cement, paints, adhesives, sheets, roofings, glass furniture, fittings, electrical goods, water supply or storage equipments, floor polish, door closers, concrete mixers, elevators, paints, hardware, pipe fitting, lubricant oils, building materials, forest products and any other building or decorative materials made of cement, stone, clay, timber, teak, board, fibre, paper, glass, rubber, plastic or other natural or synthetic substance or chemical.
30. To carry on the business of manufacturers, fabricators, processor, producers, growers, makers, importers, exporters, buyers, sellers, suppliers, stockists, agents, merchants, distributors and concessionaires of and dealers in commodities of all or any of the following kinds:-
31. To carry on business as timber merchants, saw mill proprietors and timber growers and to buy, sell grow, prepare for market, manipulate, import, export and deal in timber, teak, ply-wood, fire wood and wood of all kinds and to manufacture and deal in articles of all kinds in manufacture of which timber, ply-wood or other wood us used and to buy, clear, paint and work timber estates.
32. To carry on business as producers, manufacturers, processor, converters, refiners, makers, bottlers, stockists, dealers, importers, exporters, traders, retailers, agents, buyers or sellers of oxygen, acetylene, ammonia, carbon dioxide, nitrogen, hydrogen, helium and other types and kinds of gasses required for or used in industries, agriculture, clinics, hospitals, refrigeration, aviation, transport vehicles, space rockets and crafts, communication, objects and media power plants, domestic and public lighting heating cooling or cooking purpose, lighters, plants producing water, chemicals or fuels, pesticide, defence or warfare establishments, horticulture, forest or plant manufacture market or deal in machinery, plant, spares, cylinders, containers, gadgets, appliances and accessories required for working on, using or producing any of such gases and products.
33. To carry on the business of manufacturers, producers, processors, dealers, importers, exporters and traders in cardboards, packing and packaging materials, packing, wrappers, linings and coverings of all materialise substitutes whether synthetic or not for any of the materials aforesaid and all articles and things made or constructed wholly or partly from any of the materials aforesaid including the manufacture of containers, boxes, palls, canisters, trunks, suitcases, travelling cases and requisites, toys, games, sports and athletics and recreational requisities of all kinds.

34. To carry on the business as producers, makers, dealers, analysers, investigators and consultants in public health and environmental engineering, water, sewage and effluent treatment, water, air and land pollution control, industrial engineering and for the purpose to carry on civil, structural, mechanical, chemical, electrical, metallurgical, hydraulic, ecological or any other branches of engineering and science and to develop and/or provide technical or industrial knowhow, formula, processes and applied technology and to act as engineers, architects, planners, designers, technical advisers, analysers, investigators, consultants, contractors, builders, fabricators, founders, manufacturers and suppliers of all kinds of plants, mechanries, aperturers, implements, rolling stocks chemicals and their derivative products or substances necessary, allied auxilary or ancillary thereto and to undertake and execute any contract in connection with the main objects and to buy, sell, import, export, build, process, manufacture, fabricate, alter, repair, convert, let on hire and deal in all or any of them and to carry on any other business which may seem to the Company capable of being conveniently carried on in connection with all or any of the aforesaid business or is calculated directly or indirectly to benefit the same.
35. To establish, maintain and operate shipping, air transport, and road transport services and all ancillary services and, for these purpose or as independent undertakings, to purchase, take in exchange, charter, hire, build, construct or otherwise acquire and to own, work, manage, and trade with steam, sailing, motor and other ships, trawlers, drifters, tugs and vessels, and motor and other vehicles with all necessary and convenient equipment, engines, tackle gear, furniture and stores and to maintain, repair, fit out, refit, improve, insure, alter, sell, exchange or let out on hire or hire-purchase or charter or otherwise deal with and dispose of any of the ships, vessels, and vehicles or any of the engines tackle, gear, furniture, equipment and stores of the company.
36. To carry on business of stationers, printers, lithographers, stereotypes, electrotypers, photographic printers, photolithographers, engravers, diesinkers, envelop manufacturers, book binders, account book manufacturers, machine rulers, numerical printers, paper makers, paper bag and account book makers, box makers, cardboard manufacturers, type founders, photographers, manufacturers and dealers in all kinds of cards including playing, visiting, railway, festive complimentary and fancy cards and valentines, dealers in stamps, agents for the payment of stamp and other duties, advertising and publicity agents, designers, draftsmen, ink manufacturers, book sellers, publishers, paper manufacturers and dealers in or manufacturers of any other articles or things or character similar or analogous to the foregoing or any of them or connected therewith.
37. To act as travelling agents for railways, airways, roadways, shipping lines and to provide, arrange, organise and manage all related service including booking and reservations for hotels, transport, cinemas, recreation centres, theatres, operas, concerts, sports, events, trade fairs, and all other facilities as are generally arranged or provided by the travel agents.
38. To carry business of advertisement and publicity agents and contractors in various ways and manners including outdoor and in newspapers, magazines's books screens slides, walls, buses, railways, other transport vehicles and public places audio-visual display and to prepare, advice, manufacture and construct advertising devices and to publish or advertise the same through any media whatsoever.
39. To carry on the business of manufacturers, makers, importers, and dealers in all kinds of fertilizers and chemicals whether natural or mixed fertilizers.
40. To invest in and acquire, hold, sell and otherwise deal in shares, debentures, whether partly or fully convertible or non-convertible bonds, shares, units savings, certificates, commercial papers obligations and securities issued or guaranteed by any company, or corporation wheresoever constituted or carrying on business and to acquire any such shares, stocks debentures, bonds etc. by original subscription, brought out deals, tender, purchase, exchange or otherwise and to guarantee the subscription thereof and to exercise and enforce all rights and powers conducive or incidental to the ownership thereof.
41. To act and to carry on business of Stock and share Brokers, sub Brokers, Jobbers, Dealers, investors and for such purpose obtain dealership/membership of Stock Exchange and to act as and carry on the business of market Makers, Sponsors, underwriters, sub-underwriters, agents and brokers for subscribing to and for the sale and purchase of securities stocks, bonds, units or certificates or other financial instruments or obligations of any body corporate, authority whether central state or local, undertaking whether public or private and provisional documents relating thereto and to arrange and sponsor public and private issues or placement of shares and securities and boughtout deals.

42. To act as Merchant Bankers, Lead Manager, Managers, Co-Managers, Market Makers, Sponsors, Advisors, Registrars to issue, Underwriter, Sub-underwriters, Brokers, Jobbers, Dealers, Investors, Guarantors, Portfolio Managers, Finance Company, Trustees, Executors, Administrators, Nominees, Custodians, Transfer Agents, Counselors in Investments and Capital Market, Clearing House for securities, Administrators of Investment Trusts of Funds, Financiers, Fund Mobilisers and to float and manage investment Pools Syndicates, Venture Capital Funds and to act as agents and brokers for subscription to and for the sale and purchase of Securities, stocks bonds, units or Certificates or other financial instruments or obligations of anybody corporate, authority whether central, state or local, undertaking whether public or private and provisional documents relating thereto and to arrange and sponsor public and private issues or placement of shares and loan capital or other debt instruments.

43. To carry on business of financing industrial enterprises, investments, trading and providing or arranging finance for commercial housing, restructuring sick units or other purposes for individuals, firms, companies, or other persons either by creating charge on assets of borrowers or otherwise by way of loans deposits, short term loan, equity participation, venture capital to technocrat, venture seed capital, deferred payments, hire purchases, leasing and/or renting business relating to all kinds of machinery, plant, equipments, ships, vehicles, aircraft, rolling stock, factories, durables, industrial, commercial and household goods, movable and immovable property with or without securities anywhere in the world, arranging or providing guarantees, counter guarantees, bonds, securities, indemnities and securities, provided that the Company shall not carry on banking business as defined in the Banking Regulations Act 1949.

44. To setup, incorporate and manage, provide and/or participate in providing venture, capital funds, technology funds, underwriting fund or any other fund including guarantee or such other financial assistance as may be conducive for development of new enterprises, to undertake the work of mobilising short term and long term finance for corporate bodies and financial institutions, to act as administrators or manager of investment trusts of funds, provident fund, pension fund, gratuity fund, superannuation funds and charitable funds, to identify project, to prepare project profiles, project reports, market research, feasibility studies and reports, pre investment studies and to under appropriate services to identify scope or potential for economic and industrial development in any location in India or abroad.

45. To carry on in India or elsewhere the business to establish form, promote, manage, organize handle, sponsor, operate, supervise or to float an asset management company to manage all sort of assets of mutual funds through a duly constituted trusts under the Indian Trust Act in all the branches whether open ended, closed ended, or other schemes as may be approved by Securities and Exchange Board of India or other authorities from time to time under prevailing laws, rules and guidelines.

46. To do all such other acts, deeds or things as are incidental or conducive in the opinion of the Board of Directors to the above objects or any of them.

IV. The liability of the member is limited.

V. \*“The Authorized Share Capital of the Company is Rs. 25,00,00,000/- (Rupees Twenty-Five Crores Only) divided into 2,50,00,000 (Two Crores Fifty Lakhs) equity shares of Rs. 10/- (Rupees Ten Only) each.”

\*increase in authorised capital from Rs. 10 Crores to Rs. 25 Crores vide ordinary resolution passed by the Shareholders in EGM held on 25.09.2025



S. Jhansi Sanivaxapu  
whole-time Director  
DIN: 03271569

We the several person, whose names and addresses are subscribed below 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 :

Names, Address, Signatures, Descriptions & Occupations of Subscribers	Number of Equity Shares taken by each Subscriber	Name, Addresses Description and Occupation of Witness
Sd/- Rewati Devi Agarwal W/o Late Ram Niwas Agarwal 51/1/1, 'L' Road, Belgachia Howrah - 711 108 Business	2,500 (Two Thousand Five hundred only)	The contents of the Memorandum of Association has been read over in Hindi to Mrs. Rewati Devi Agarwal who understood the same and signed in Hindi in my presence.
Sd/- Shyam Sundar Dhanuka S/o Late Kunjalall Dhanuka 29 Ballygunge Park Road Calcutta 700 019 Business	9,000 (Nine Thousand only)	Sd/- Tanima Mazumdar (Power of Attorney holder)
Sd/- Sita Devi Dhanuka W/o Sri Shyam Sunder Dhanuka 29 Ballygunge Park Road Calcutta 700 019 Business	8,500 (Eight Thousand five hundred only)	Witness to all the signatories: Sd/- Krishna Kumar Chhaparia S/o Shri Om Prakash Chhaparia 8, Camac Street, 6th Floor Suite No.6 Calcutta 700 017 Chartered Accountant
Sd/- Usha Dhanuka W/o Late Arun Kumar Dhanuka 29 Ballygunge Park Road Calcutta 700 019 House-wife	7,500 (Seven Thousand Five hundred only)	
Sd/- Sanjay Dhanuka S/o Sri Shyam Sunder Dhanuka 29 Ballygunge Park Road Calcutta 700 019 Business	7,500 (Seven Thousand Five hundred only)	
Sd/- Asha Dhanuka W/o Sri Sanjay Dhanuka S/o Sri Shyam Sunder Dhanuka 29 Ballygunge Park Road Calcutta 700 019 Business	7,500 (Seven Thousand Five hundred only)	
Sd/- Suyash Dhanuka S/o Late Arun Kumar Dhanuka 29 Ballygunge Park Road Calcutta 700 019 Business	7,500 (Seven Thousand Five hundred only)	
<b>TOTAL</b>	<b>50,000</b> (Fifty Thousand only)	

Date : 31st Day of January 2001  
Place : Calcutta