The Companies Act, 2013

(Company limited by shares)

MEMORANDUM OF ASSOCIATION

OF

*GALAXY SUPERMARKET LIMITED

Galaxy Cloud Kitchens Limited

Harsh Joshi
Company Secretary

I. The name of the Company is *GALAXY SUPERMARKET LIMITED.

II. The Registered Office of the Company will be situated in the State of Maharashtra.

III. A. THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:

1. To carry on the business as merchants, packers, traders, commission agents, business agents, seller agents, brokers, adatia, buyers, sellers, indentors, Importers, exporters, dealers in commodities, minerals, ores, raw materials, manufactured products, goods and ware, plant, machinery, spares, accessories, tools, appliances, equipments, instruments, textile, cotton, jute wool, raw silk, yarn fibers, garments, apparels, handlooms, cottage industries, poultry, and dairy milk products, oil seeds, tea, coffee, coca, spices, herbs, cosmetics, drugs, medicinal products, tobacco, leather wares, timber products, rubber and rubber products, plastics and plastic products, paper and paper products, electronics, steel and steel products, furnitures, hardware building construction materials, paints, glass and glassware ceramics, electrical items, dyes, chemicals, petrochemical products, fertilizers, colours, household appliances, office equipments, stationers, automobile products, gold, silver, diamonds, precious stones and jewellery and to act as Export House.

- *The Company vide special resolution passed on April 06, 2000 altered the Object Clause.*
- *Inserted the Clause 2 of the main objects vide special resolution passed at the Annual General Meeting held on September 9, 2001.*
- *The Name of the Company was changed from SIFA TRADING COMPANY LIMITED to GALAXY ENTERTAINMENT CORPORATION LIMITED with effect from April 25, 2000.*
- *The name of the Company was changed from GALAXY ENTERTAINMENT CORPORATION LIMITED to GALAXY CLOUD KITCHENS LIMITED vide Special resolution passed by the members of the Company at their Extra Ordinary General Meeting held on January 18, 2019.*
- *Sub-Clause III(A) 1A and 1B inserted after sub clause 1 of clause III (A) vide special resolution passed by the members of the Company at their Extra Ordinary General meeting held on January 18, 2019.*
- **The name of the Company was changed from GALAXY CLOUD KITCHENS LIMITED to GALAXY SUPERMARKET LIMITED vide special resolution passed by the members of the Company through Postal Ballot on January 03, 2026.*

Harsh Joshi
Company Secretary

Galaxy Cloud Kitchens Limited

2 To carry on the business in India or elsewhere of manufacturing, processing, preparing, cooking in every possible manner including baking, frying steaming, boiling, flaming, poaching, grilling, slimmering, braising, stewing for the purpose of serving, selling through distribution of packed food for distribution and sale of processed food products directly or through any distribution channel of and to deal in all types of food and food products, fast moving consumer goods, fruits, vegetables, bakery and confectionary items such as cream, cheese, butter, biscuits, breads, cakes, pastries, sweets, ice creams, cookies, wafers, chocolates, toffees, tinned fruits, breakfast foods, cereal products, milk and milk products, consumer food items, agro foods, packed foods, poultry products, meat, fish, sea foods, frozen foods, dehydrated foods, precooked foods, canned foods, preserved foods, jams, jelly, pickles, squashes, sausages, nutrient, health and diet foods / drinks, extruded foods and any other food products and their byproducts in all manner and description.

3 To carry on the business in India or elsewhere of manufacturing, processing, preparing, cooking in every possible manner including baking, frying steaming, boiling, flaming, poaching, grilling, slimmering, braising, stewing for the purpose of serving, selling through distribution of packed food for distribution and sale of processed food products directly or through any distribution channel of and to deal in all types of food and food products, fast moving consumer goods, fruits, vegetables, bakery and confectionary items such as cream, cheese, butter, biscuits, breads, cakes, pastries, sweets, ice creams, cookies, wafers, chocolates, toffees, tinned fruits, breakfast foods, cereal products, milk and milk products, consumer food items, agro foods, packed foods, poultry products, meat, fish, sea foods, frozen foods, dehydrated foods, precooked foods, canned foods, preserved foods, jams, jelly, pickles, squashes, sausages, nutrient, health and diet foods / drinks, extruded foods and any other food products and their byproducts in all manner and description.

4 To carry on the business of buying, selling, reselling, importing, exporting, transporting, storing, developing, promoting, marketing or supplying, trading, dealing in any manner whatsoever in all type of goods including consumer and fashion goods and food products and items of daily consumption and household requirements on retail as well as on wholesale basis in India or elsewhere and to establish, equip, manage and run chain stores, offices, shops and branches for the supply of provisions and all other articles for domestic and commercial use and to carry on the business of caterers, bakers, cereal and flour merchants, importers and exporters, agents, consignors and dealers in general merchandise including to carry on the business as exhibitors of various goods, services and merchandise and to undertake the necessary activities to promote sales of goods, services and merchandise whether manufactured or traded by the Company and to create own brands or work for branded products in field of various classes of consumer and fashion goods and food products and items of daily consumption and household requirements.

- *Sub-Clause III(A)1C added after sub clause 1B of Clause III(A) vide special resolution passed by the members of the Company at their Extra-Ordinary General Meeting held on July 10, 2024.*
- *Erstwhile Clause Nos. 2 and 3 were deleted and Sub-Clause III(A) 1A, 1B and 1C were renumbered as Clause 2,3 and 4 respectively vide special resolution passed by the members of the Company through Postal Ballot on January 03, 2026.*

B. MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) ARE

5. To apply for, tender, purchase or otherwise acquire any contracts, licences and concession for or in relation to the objects or business herein mentioned or any of them and to undertake, execute, carry out, dispose of or otherwise turn to account the same.

6. To acquire either by purchase, lease, gift, exchange or otherwise for the purposes of the Company any estates, lands, buildings, easements or other interest in any property whether movable or immovable including lands, buildings, shares, securities, debentures, debenture-stocks, and bonds and to sell, let or lease, transfer by way of gift, exchange or otherwise dispose of rights over any property movable or immovable belonging to the company.

7. To acquire, purchase, start, run, erect, maintain, buy, sell or dispose of land, building, factories, machine shops, work-shops, foundries, mills, equipments, machinery, plant, components, accessories, spares, tools, raw materials, industrial undertakings, warehouses, godowns, shops, departmental stores, offices, cellars, vaults, wagons, power stations, gas works, water works, water tanks, bridges, staff and workers quarters roads, ways, sidings, bridges, and other works and conveniences which may seem directly or indirectly conducive to any of the objects of the Company and to contribute, subsidize or otherwise aid by taking part in any such operations, and/or to install, generate, or manufacture power required for the continuous process for any of the plant required for any of the business of the Company.

8. To buy, sell, manufacture, plant, cultivate, produce, prepare, treat, repair, alter, exchange, hire, let on hire, import, export, dispose off and deal in articles, raw materials, ingredients, and things which may be required for the purposes of any of the business which the Company is expressly or by implication authorized by this memorandum to carry on, or which are commonly supplies or dealt in any persons engaged in any such business or which may seem capable of being profitably dealt with in connection with any of the said business.

9. To purchase, construct, take on lease or tenancy or in exchange, hire, take options over or otherwise acquire any estate, lands, buildings, easements or other interest, rights, etc.; in immovable properties and to hold, develop, work, cultivate, deal, grant concessions, licences, privileges, claims, leases, options, etc., which may appear to be necessary or convenient for any of the business of the Company and to sell, lease, mortgage, hypothecate or otherwise dispose off or grant rights over any immovable property belonging to the Company.

10. To purchase, charter, hire or otherwise acquire vehicles for any of the business of the Company.

11. To offer and enter into contractors and agreements for services, in connection with the undertaking of market surveys and for development of markets in any part of the world for raw materials, minerals, substances, commodities, goods and other articles and things and for that purpose to act as superintendents, surveyors, valuers and analysers.

12. To enter into any like or barter business involving the exchange or purchase and sales of any of the products and allied items dealt in by the Company.

13. To act as contractors, suppliers, agents, importers and exporters for any government or autonomous body or any firm, company, agents, canvassers, organisation in the private, or public sector in furtherance of any of the objects of the Company.

14. To establish and maintain agencies or appoint representatives, agents, canvassers, selling and buying agents In India or abroad for the sale, purchase, exchange, hire, distribution or for any one or more of the objects of the Company and to regulate and discontinue the same.

15. To carry on in any place in the world any trade or business, whether manufacturing or otherwise, which can be advantageously or conveniently carried on, by the Company's objects or calculated directly or indirectly to develop any of the company's business or to enhance the value of or render profitable any of the company's property or rights.

16. To apply for, take out, obtain, purchase or otherwise acquire or turn to account any copy rights, licenses, including import entitlements, privileges, trade marks, or secret processes 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 licenses in respect of or otherwise turn to account the property, right or information and to acquire and to expend money in experimenting upon, testing and improving or seeming to improve any patent rights, inventions, discoveries, process or information of the company or which the company may acquire or propose to acquire.

17. To undertake the payment of all rents and the performance of all covenants, conditions and agreements contained in and reserved by any lease that may be granted or assigned to or be otherwise acquired by the Company.

- *Old Clause 4 and 7 was deleted vide special resolution passed by the members through postal ballot on March 29, 2016 and rest of the clauses are re-numbered accordingly.*

18. To acquire and take over as a going concern by purchase or lease and to undertake to carry on the whole or any part of the business together with the goodwill and trade name, property rights and liabilities of any person or persons, firm or any company carrying on any business, any part of the purposes of which is within the objects of the Company or which the Company is authorized to carry on or possessed of property suitable for the purposes of the Company and to pay for the same by shares, debentures, debenture stock, bonds, cash or otherwise and to conduct, carry on, liquidate or wind up any such business.

19. To acquire either by purchase, lease, gift, exchange or otherwise for the purposes of the Company any estate, lands, buildings, easements or other interest in any property whether movable or immovable including lands, buildings, shares, securities, debentures, debentures stocks and bonds and to sell let or lease, transfer by way of gift, exchange or otherwise dispose of ground rights over any property movable or immovable belonging to the Company.

20. To amalgamate or enter into foreign or Indian technical and/or financial collaboration or partnership or into any arrangement for sharing or dealing in profits, union of interest, co-operation, joint venture, reciprocal concession, or otherwise with any person, firm, corporation or Government or company carrying on engaged in or about to carry on or engage into any business undertaking or transaction which the company is authorized to carry on or engaged in or any business undertaking or transaction which may seem capable of being carried on or conducted so as directly or indirectly to benefit the company and to lend money, to guarantee the contracts or otherwise assign any such person, firm, government or company and to take or otherwise acquire and hold shares or securities of any such persons, firm, companies and to sell, hold or re-Issue them with or without guarantee or otherwise deal with the same.

21. To promote, form and be interested in and take, hold and dispose of shares in any other company having objects similar altogether or In part of those of this Company or carrying on any business capable of being conducted so as directly or indirectly to benefit the company and to subsidize or assist any such company financially Or otherwise by Issuing or subscribing for or guaranteeing the subscription and issue of shares, stocks, debenture stock or other securities of such company and to transfer to any such company any property of this company and to take or otherwise acquire, hold and dispose of shares, debentures and other securities in or any such company.

22. To enter into, make and perform contracts and arrangements of every kind and description with Corporate body, municipality, local body. State or Central Government or any companies, firms or persons that may seem conducive to the company's objects or any of them and to obtain from any such authority any rights, privileges, charters, contracts, concessions, licences or purchases and sale

of any kind of goods, machinery, spare parts, securities, shares, stocks, debentures etc., which the company for the time being may think desirable to obtain and to carry out exercise and comply with such arrangements, rights, privileges and concessions.

23. To sell, sublet, mortgage, lease, manage, develop, exchange, dispose off or transfer the business, immoveable or moveable property and undertaking of the company or any part thereof or any part of the property, rights and concessions of the company in such manner and upon such terms and conditions and for such considerations as the Directors of the company, for the time being, may think fit to accept and in particular for cash, shares, debentures, debenture-stocks, bonds or securities of any other company having objects altogether or in part similar to those of this Company.

24. To raise, or borrow money from time to time without any limit for any of the purposes of the Company, by bonds, public deposits and personal loans, debentures or promissory notes or by taking credit in or opening current accounts with any individual or firm or with any bank or bankers and whether with or without giving any securities, goods, or other articles or by mortgaging, pledging, charging, hypothecating, selling or receiving advances on the sale of any lands, buildings, machineries, goods, assets or revenue of the Company present or future including its uncalled capital or by the issue of debentures, debenture-stock, convertible into shares of this or any other company or to convey the same absolutely or in trust and give lenders powers of sale and such other powers as may be expedient and to purchase, redeem or pay off such securities.

25. To lend or deposit moneys belonging to or entrusted to or at the disposal of the company to such person or company and in particular to customers and others having dealings with the company with or without security upon such terms as may be thought proper and to invest or otherwise employ such moneys in such manner as may be thought proper and from time to time to vary such transactions The company shall not carry on banking business as defined under the Banking Regulation Act, 1949.

26. To invest and deal with the moneys of the Company not immediately required in immovable properties, shares, stocks, bonds, debentures, obligations or other securities of any company or association or in Government securities or in current or savings or deposit with banks or on the mortgage of immovable properties of any tenure or on the pledge for movable property or in any other manner as may from time to time be thought proper, to sell or vary all such investments and to execute all assignments, transfer, receipts and documents that may be necessary in that behalf.

27. To advance and/or to lend money, either with or without security and generally to such persons, firms, associations, trusts, corporation, companies etc., upon such terms or condition as the company may think fit.

28. To give guarantee for the performance or discharge of any obligations, liabilities, duties or the payments of moneys by any persons, firms and companies or Governments or States and to give indemnities.

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

30. To assist any company, financially or otherwise or by issuing or guaranteeing the subscription and issue of capital, shares, stock, debentures, debenture-stock or other securities and to hold and deal in shares, stock and securities of any company, notwithstanding there may be liability thereon.

31. To place, to receive or to distribute bonus shares among the members or otherwise to apply any moneys received by way of premium on shares or debentures issued at a premium by the Company and any moneys received in respect of dividends accrued on forfeited shares and moneys arising from the sale by the company of forfeited shares or from unclaimed dividends.

32. To draw, make, issue, accept, transfer and endorse, discount execute and negotiate promissory notes, hundies, bills of exchange, cheques, drafts, bills of lading, letters of credit, delivery orders, dock warrants, railways or transport receipts, warehouse keepers certificate and other negotiable or commercial or mercantile instruments connected with the business of the Company.

33. To open accounts with any bank or banks and to deposit moneys therein and to draw and endorse cheques on and to withdraw moneys from such accounts and generally operate upon same (whether overdrawn or not) as may be required for any of the objects or purposes of the Company.

34. To insure any of the persons, properties, undertaking, contracts, guarantee or obligations or profits of the Company of every nature and kind in any manner whatsoever.

35. To refer any dispute, claim or demand by or against the Company to arbitration and observe and perform the awards.

Old Clause 28 was deleted vide special resolution passed by the members through postal ballot on March 29, 2016 and rest of the clauses are re-numbered accordingly.

Old Clause 34 was deleted vide special resolution passed by the members through postal ballot on March 29, 2016 and rest of the clauses are re-numbered accordingly.

36. To employ experts to investigate and to examine into the conditions, prospects, value, character and circumstances of any business concerns and undertakings and generally of any assets, property or rights.

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

38. To be interested in promote and undertake the formation and establishment of such institutions, association, chamber of commerce, or other bodies, business, pools, combine, syndicates, industrial trading or manufacturing within the objects of the Company as may be considered to be conducive to the profit and interest of the Company and to acquire, promote and/or subsidize any industry or undertaking.

39. To undertake and execute any trusts, the undertaking whereof may seem desirable either gratuitously or otherwise and/or to make donations to any persons, company or association and to subscribe or guarantee money for any national, international, charitable, benevolent, educational, public, general or other useful object, activity, exhibition, or trade show, which may be the objects of the company or in the interests of the members or for the welfare of the staff.

40. To establish, provide, maintain and conduct or otherwise subsidize research laboratories and experimental stations, workshops for scientific and technical researches, experiments and tests of all kinds and to promote studies and research both scientific and technical investigation and invention by providing, subsidizing, endowing or assisting laboratories, workshops, libraries, training colleges, schools, or other institutions for training lecture, meetings and conferences and by providing the remuneration to scientific or technical professors, or teachers and by providing for the awards of exhibitions, scholarships, prizes, grants and bursaries to students or otherwise and generally to encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist any business which the Company is authorized to carry on.

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

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

42. To adopt such means of making known the products of the Company as may seem expedient and in particular by advertising in the press, radio, television, etc., by circulars, posters, by purchase and exhibition of works of art or interest, by publication of books, periodicals and by granting prizes, awards and donations (including donations to any fraud for charitable or public-purpose).

43. To promote, form and register and aid in promotion, formation and registration of any company or companies, subsidiary or otherwise, for the purpose of acquiring all or any of the property, undertaking, rights and liabilities of such Company or for any other purpose which may seem directly or indirectly calculated to benefit this Company and to be interested in, or take or otherwise acquire, purchase, hold, sell or otherwise dispose of shares, debentures and other securities in or of any such company, or any other company for all or any of the objects mentioned in the memorandum and to subsidize or otherwise assist any such company and to undertake the management and secretarial or other work, duties and business of any such company on such terms and conditions as may be arranged.

44. To create any depreciation fund, reserve fund, sinking fund, insurance fund, dividend equalization fund capital redemption fund or any other special fund whether for depreciation or for repairing, importing, extending or maintaining any of the property of the Company or for redemption of debentures or redeemable preference shares or for any other purpose whatsoever conducive to the interest of the Company.

45. To provide for the welfare of the Directors, ex-Directors, employees or ex-employees of the Company or its predecessors in business and the wives and families of the dependents or connections of such persons, by building or contributing to the building of houses, dwellings, chawls, or quarters or by grants of money, pensions, gratuities, allowances, bonuses, awards, profits sharing or other scheme or trusts and by providing or subscribing or contributing towards places of instruction and recreation, hospitals, and dispensaries, medical and other attendance and other assistance as the Company shall think fit and to establish, maintain and grant scholarships to any persons for technical study and education in India and elsewhere which may be necessary or useful for any of the objects of the Company, and to subscribe or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national or other institutions

or objects which shall have any moral or other claim to support or aid by the Company either by reason of locality of operation or of public and general utility or otherwise.

46. To aid, peculiarly or otherwise, any association or movement having for an object the solution, settlement or surmounting of industrial or labour problems or troubles or the promotions of industry or trade.

47. To pay out of the funds of the Company, all expenses of and incidental to the promotion, formation, registration, advertisements and establishments of this Company and the issue of subscription of the shares or loans or capital including brokerage, underwriting or other commission for obtaining applications for or placing or guaranteeing the placing of shares or any debentures, debenture-stock and other securities of this Company and also all expenses attending the issue of any circular or notices and the printing, stamping, circulating proxies and forms to be filled up by the members of the Company.

48. To do all or any of the above things and all such things as are incidental or may be conducive to the attainment of the objects or any of them in any part of India or elsewhere and as principals, agents, contractors, trustees or otherwise and either alone or in conjunction with others.

49. To exercise all or any of its corporate powers, rights and privileges and to conduct its business in all or any of its branches in the Union of India and in any or all states, territories, possessions, colonies, and dependencies thereof in any or all foreign countries and for this purpose to appoint managers, agents, either on salary or commission and to have, maintain and to discontinue, such number of offices and agencies therein as may be convenient.

50. To own, manage, operate, carry on, acquire and sell the business In India or elsewhere of indoor sports including setting up of bowling alleys, entertainment arcades, video parlours, pool tables, rides, darts, simulated games, gymnasiums, health and fitness centers, billiard and snooker tables, badminton courts, squash courts, swimming pools, sauna baths, Jacuzzi centers, amusement parks, cinema theatres, family entertainment centers, hotels, clubs, restaurants and cares, shopping arcades, fast food outlets, pubs, caterers and ice cream parlours.

Old Clause 41 was deleted vide special resolution passed by the members through postal ballot on March 29, 2016 and rest of the clauses are re-numbered accordingly.

51. To carry on the business to own, acquire, run, take on lease, operate and manage sports, amusement and family entertainment centres or parks of all nature an lands and types and to carry on the business of setting up of national and international sports and amusement parks in India or elsewhere and to purchase and/or otherwise acquire and equip any other sports or amusement centre, public or private parks.

52. To set up amusement parks cum tourist complexes in India and abroad and for this purpose to manufacture, import, purchase, acquire, export, take on lease or on hire purchase, or let on hire, or contract necessary land, building, ropeways, sports equipment, bowling alleys equipment, entertaining equipment, lakes, zoo, museum, gardens, machinery, part, accessories, rides, games and other related equipment, cinema theatres, hotels and restaurants, shopping centres, stadiums, video parlours.

53. To own, manage, operate, carry on the business in India or elsewhere of resorts, hotels, motels, inns, restaurants, cafes, taverns, bars, refreshment rooms, boarding and lodging, housekeepers, flight kitchens, parlours, soda fountains, fast food outlets and as licensed victuallers, wine, beer and spirit merchants, brewers, masters, distillers, importers and manufacturers of aerated mineral and artificial waters and other drinks, purveyors, refreshment contractors and caterers, milk and snacks proprietors, caterers for public amusements, coach, cab, carriage and motor car proprietors and garage keepers, job masters, dairymen, ice and ice cream merchants, importers and brokers of food and foreign produce of all descriptions, hair dressers, perfumers, chemists, proprietors of clubs, baths, dressing room, shopping arcade, grounds and places of amusements, recreation, entertainment and instruction of all kinds, tobacco and cigar merchants, agents for railway, airlines and shipping companies and theatrical and opera box office proprietors.

54. To purchase, erect, acquire, equip, operate, manage or in any other manner and in all aspects dear in hotels, lodging houses of every kind and sort Including all the conveniences, amenities and facilities adjunct thereto, in India or in any other part of the world.

55. To carry on the business of restaurants, cafes, refreshments, rooms, clubs and casinos of every sort and kind, to establish shops, canteens, kitchens and any other establishment for this purpose and for the sale of food and drink of every sort and kind and to arrange for and provide all manner of entertainments, amusements recreation and instruction for the public.

56. To construct cinematography theatre and other buildings and works convenient for the purposes thereof, and to manage, maintain and carry on the said theatre and other buildings when so erected or constructed.

57. To carry on the business of proprietors and managers of theatres (cinemas, picture-pIaces and concert halls) and to provide for the production, representation and performance (whether by mechanical means or otherwise) of operas, stage plays, operattas, burlesques, vaudeville, revues, ballets, pentimimes, spectacular pieces, promenade and other concerts and other musical and dramatic performances and entertainments.

58. To carry on the business of restaurant keepers, wine and spirit merchants, licensed victuallers, theatrical agents, box office keepers, concert room proprietors, hotel keepers, dramatic and musical publishers and printers.

59. To carry on the business of producers and presenters of and dealers in plays, revues, opera, ballet, pantomimes, pageants, musical and dramatical works, and displays and entertainments of all kinds involving the theatre, cinema, ice rinks, variety stage, music halls, radio, television and other means of transmitting sound or pictorial effects, and to enter into any arrangements for the management, conduct and control of any such business or businesses, and for the supply of plays, opera and ballets works, dances, scripts, Iiberatti, music artists, performers, musicians materials and other facilities, in India and elsewhere.

60. To carry on the business of celebrity promotion and management, entertainment promotion and management, sports promotion and management, artists promotion and management and generally as promoters, managers and representatives in all or any spheres of entertainment and sports.

61. To provide on such terms as may seem expedient all or any of the management, secretarial, advertising, publicity, accountancy, merchandising, personal and social facilities and services required or used in connection with their professional engagements, by artists and other engaged in theatrical, film, radio television entertainment and sporting activities.

62. To carry on any business involving marketing, sales, distribution of hardware and software related to computers, television broadcasting terrestrial, satellite or otherwise, telemarketing, virtual reality, interactive television multimedia in all forms including variations and future developments in any or all of the above.

63. To carry on business as distributors of, buyers and sellers of, and merchants and dealers in cinematograph films, records, tapes and apparatus for recording or reproducing sights and sounds, and all rights to produce, distribute or exhibit any performance, entertainment or event by means of films, records or such other apparatus.

Old Clause 54 was deleted vide special resolution passed by the members through postal ballot on March 29, 2016 and rest of the clauses are re-numbered accordingly.

The heading "Clause III C Other Objects" was deleted vide special resolution passed by the members through postal ballot on March 29, 2016

64. To carry on in all parts of the world the business of making, producing, exhibiting, distributing, renting, letting on hire and otherwise exploiting cinematograph and television films and motion pictures of all kinds, and to act as agents for the purchase, sale, hiring and exploitation of such films, and generally to manufacture, buy, hire, sell, let on hire, produce or otherwise deal in cinematograph, television and other films and video recordings, and photographic or other apparatus, articles, plant, machines and accessories capable of being used in that connection or in connection with cinematograph or television shows, exhibitions and entertainments.

65. To acquire and dispose off copyrights, licenses and any other rights or interests in any literary, dramatic or music work, advertisement, poem, play, song, composition (musical or otherwise), cinematograph, films, television programs, picture, drawing, work of art or photograph, and to print, publish or cause to be printed or published anything of which the company has a copyright or right to print or publish, and to sell, distribute and deal with any matter so printed or published, and to grant licenses or rights in respect of any property of the company to any other person, firm or company.

66. To carry on the business of proprietors, managers and renters of theatres, dance halls, discotheques, film-producing studios, video and sound recording studios and radio and television studios.

67. To carry on the business of silk merchants, cloth merchants, furriers, haberdashers, hosiers, manufacturers, importers and exporters and whole sale and retail dealers of and in textile fabrics, ready-made garments, milliners, dressmakers, tailors, hatters, clothiers, outfitters, glovers, lace and netting manufacturers, drapers, furnishing and general warehousemen in all its branches.

68. To undertake financial and commercial obligations, transactions and operations of all kinds.

69. To invest the funds of the company in any manner as the company may think fit and without prejudice to the said generality:-

   a) In the purchase of lands, buildings or any interest therein;
   b) In such, securities or properties, Immovable or movable, real or personal;
   c) In shares, debentures, bonds, units, mortgages, stocks, of any company, firm, association or corporation whether incorporated or registered in India or elsewhere.

70. To undertake, carry out, promote and sponsor rural development including any programme for promoting the social, economic welfare of, or the uplift of the public in any rural area and to incur any expenditure or any programme of rural development and to assist 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 promoting the social and economic welfare of or the uplift of the public in any rural area which the Directors consider it likely to promote and assist rural development and that the words “rural area” shall include such areas as may be regarded as rural areas under Section 35CC of the Income-Tax Act, 1961, or any other law relating to rural development for the time being In force or as may be regarded by the Directors as rural areas and the Directors may at their discretion in order to implement any of the above mentioned objects or purposes transfer without consideration or at such fair or concessional value as the Directors may think fit and divest the ownership of any property of the Company to or in favour of any Public or Local Body or Authority or Central or state Government or any Public Institution or Trusts or Funds as the Directors may approve.

71. To undertake carry out, promote arid sponsor or assist any activity for the promotion and growth of national economy and for discharging what the Directors may consider to be social and moral responsibilities of the Company to the public or any section of the public as also any activity which the Directors consider likely 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 as the Directors may think fit and the Directors may without prejudice to the generality of the foregoing, undertake, carry out, promote and sponsor any activity for publication of any books, literature, newspapers, etc., or for organising lectures or seminars likely to advance these objects or for giving merit awards, for giving scholarships, loans or any other 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 etc., having any one of the aforesaid objects as one of Its objects by giving donations or otherwise in any other manner and the Directors may at their discretion In order to Implement any of the above mentioned objects or purposes transfer without consideration or at such fair or concessional value as the Directors may think fit and divest ownership of any property of the Company to or in favour of any Public or Local Body or Authority or Central or State Government or any Public Institutions or Trusts or Funds as the Directors may approve.

Old Clauses from 72 to 85, 87 to 101, 103 to 107, 109 and 110 of Clause III (C) of Other Objects were deleted vide special resolution passed by the members through postal ballot on March 29, 2016 and rest of the clauses are re-numbered accordingly.

IV. The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

V. * The Authorized share Capital of the Company is Rs. 100,00,00,000 (Rupees One Hundred Crore Only) divided into 10,00,00,000 (Ten crore) Equity shares of Rs. 10/- (Rupees Ten Only) each with the rights, privileges and conditions attaching thereto as are provided by the Articles of Association of the Company for the time being, with power to increase or reduce the capital of the Company and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify or abrogate any such rights privileges or conditions in such manner as may for the time being be provided by the Articles of Association of the Company.

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The Clause numbers of Clause III B and III C are re-numbers based on the amendments approved vide special resolution by the members through postal ballot on March 29, 2016.

The Clause IV is modified based on the amendments approved vide special resolution by the members through postal ballot on March 29, 2016.

The Authorized Share Capital as stated in Clause V above was increased from Rs. 50,00,000/- to Rs. 15,00,00,000/- vide special resolution passed by the members at their extra-ordinary general meeting held on April 6, 2000.

The Authorized Share Capital as stated in Clause V above was increased from Rs. 15,00,00,000/- to Rs. 20,00,00,000/- vide special resolution passed by the members at their extra-ordinary general meeting held on May 28, 2007.

Pan India Restaurants Limited amalgamated with the Company vide an order of Hon'ble High Court of Bombay dated August 10, 2007.

Galaxy Lifestyle Restaurants Limited amalgamated with the Company vide an order of Hon'ble High Court of Bombay dated September 21, 2007.

The Authorized Share Capital as Stated in Clause V above was increased from Rs. 20,00,00,000/- to Rs. 40,00,00,000/- vide ordinary resolution passed by the members at their Extra-Ordinary General Meeting held on December 8, 2017.

The Authorized Share Capital as Stated in Clause V above was increased from Rs. 40,00,00,000/- to Rs. 50,00,00,000/- vide ordinary resolution passed by the members at their Extra-Ordinary General Meeting held on January 18, 2019.

The Authorized Share Capital as Stated in Clause V was increased from Rs. 50,00,00,000/- to Rs. 65,00,00,000/- vide ordinary resolution passed by the members at their Extra-Ordinary General meeting held on April 29, 2021.

**The Authorized Share Capital as Stated in Clause V was increased from Rs. 65,00,00,000/- to Rs. 100,00,00,000/- vide ordinary resolution passed by the members through Postal Ballot on December 11, 2024.*

We, the several persons 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.

Name, Addresses, Description and Occupation of Subscriber	Number of Equity shares taken by each subscriber	Names, Addresses Description & Occupation of witnesses
1. Sd/- Ramvishal Shivdarshan Panday 516, Chandralok B Manav Mandir Road, Bombay-400006 S/o Shivdarshan R. Panday Advocate	10 (Ten)	Witness to signatories 1 to 7 Sd/- Bhuplendra Kanchanlal Shroff Advocate, High Court S/o. Kanchanlal H. Shroff 504, Dalamal Chambers, 29, Sir Thackersey Marg, Bombay-400020.
2. Sd/- Chandrakant Ratilal Mody 153-B, Heera Panna, Off. Warden Road, Bombay-400026. S/o, Ratilal Jagjivandas Mody Service	10 (Ten)	
3. Sd/- Jagdish M. Desai Khanmansion 4, Carter Road, 4, Borivali (East), Bombay-400066 S/o. Mohanlal M. Desai Service	10 (Ten)	
4. Sd/- Indravadan Ichhasbankar Joshi, Balkrishna A, Mhatre Chawl, Room No. 3, Kandar Pada, Dahisar (W), Bombay-400068. S/o. Ichhashankar Umiyashankar Joshi Service	10 (Ten)	
5. Sd/- Sudhir Keshavlal Shah Shroff Building B, Block, 2nd Floor, Opp. Mazgaon Post Office, Bombay-400010. S/o. Keshavlal Hirachand Shah Service	10 (Ten)	
6. Sd/- Ali Husain Najmuddin Tinwalla Hasanali House, 3rd Floor, R No. 32, Dr. Meisher Road, Bombay-400009. S/o Najimuddin Gulamhusain Tinawala Service	10 (Ten)	

7. Sd/- Samir Surendra Shah 60, Warden Court, 79 81, August Kranti Marg, Bombay-400036. S/o. Surendra Jayantilal Shah Business	10 (Ten)	
Total	**70 (Seventy)**	

Dated at Bombay this 21st day of **July 1981**