

entertainment network (India) limited

Corporate Office: 14th Floor, Trade World, D-Wing, Kamala Mills Compound, Senapati Bapat Marg,
Lower Parel (West), Mumbai – 400 013, India. Tel: 022 6753 6983.

February 3, 2022

BSE Limited, Rotunda Building, P. J. Towers, Dalal Street, Fort, Mumbai- 400001	National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400051
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BSE Scrip Code: 532700/ Symbol: ENIL

Dear Sir/ Madam,

Sub: Memorandum of Association

We refer to our earlier intimation dated December 11, 2021 regarding the proceedings and outcome of the Extraordinary General Meeting of the Company held on December 10, 2021. Members of the Company had approved the amendments to the Memorandum of Association of the Company ('MOA') as stated in the notice of the said Extraordinary General Meeting and the amendments to the MOA were subject to the approval of the Registrar of Companies, Maharashtra.

Today, the Company has received the intimation from the Registrar of Companies, Maharashtra, confirming the aforesaid amendments to the MOA of the Company. Copy of the same is attached herewith.

Thanking you,

For Entertainment Network (India) Limited



Mehul Shah

EVP - Compliance & Company Secretary

(FCS no- F5839)

Encl: as above



सत्यमेव जयते

GOVERNMENT OF INDIA

MINISTRY OF CORPORATE AFFAIRS

Registrar of companies, Mumbai
Everest, 100 Marine Drive, Mumbai, Maharashtra, India, 400002

Corporate Identity Number: L92140MH1999PLC120516

SECTION 13(1) OF THE COMPANIES ACT, 2013

Certificate of Registration of the Special Resolution Confirming Alteration of Object Clause(s)

The shareholders of M/s ENTERTAINMENT NETWORK (INDIA) LIMITED having passed Special Resolution in the Annual/Extra Ordinary General Meeting held on 10-12-2021 altered the provisions of its Memorandum of Association with respect to its objects and complied with the Section 13(1) of the Companies Act, 2013.

I hereby certify that the said Special Resolution together with the copy of the Memorandum of Association as altered has this day been registered.

Given under my hand at Mumbai this Third day of February Two thousand twenty-two.



ROOPA NIKHILESH SUTAR

Registrar of Companies

RoC - Mumbai

Mailing Address as per record available in Registrar of Companies office:

ENTERTAINMENT NETWORK (INDIA) LIMITED

4TH FLOOR MATULYA CENTREA-WING S B MARG, LOWER PAREL (W),
MUMBAI, Maharashtra, India, 400013



(Memorandum of Association amended vide special resolution passed by the members of the Company at the Extraordinary General Meeting held on December 10, 2021)

INCORPORATED UNDER THE COMPANIES ACT, 1956

COMPANY LIMITED BY SHARES

**MEMORANDUM OF ASSOCIATION
OF
ENTERTAINMENT NETWORK (INDIA) LIMITED**

I. The name of the Company is **ENTERTAINMENT NETWORK (INDIA) LIMITED.**

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

III. THE OBJECTS FOR WHICH THE COMPANY IS ESTABLISHED ARE:

*** (A) THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**

1. To purchase or otherwise acquire and takeover as a going concern, all such businesses as may be in conformity with the objects of the Company carried on by any body corporate whether in India or abroad, and all or any of the assets of the business and with a view thereto to enter into and carry into effect with or without modification(s), any agreements, memorandums of understanding (MOUs), letters of arrangements and such other necessary documents.
2. To exhibit, cause to exhibit, telecast, cause to telecast, video films, advertising films, commercial films, television serial films, and sponsored programmes of all descriptions and natures, and to set up studios, colour photo-labs and processing laboratories, to purchase, buy, sell, import, export, assemble, produce, manufacture, install, repair, hire, rent-out, develop, service, maintain, exchange, alter, distribute, take agency, lease out or give on hire purchase systems, systems of all types of audio and video, video equipments, cassettes, films, films components and instruments, cameras and other related equipments such as televisions and radios, to record, cause to record, get franchise or to franchise, licences, copyrights, trademarks for video and audio films.
3. ** To own, establish, manage and operate Radio Broadcast Station(s), subject to necessary governmental approvals, allotment of frequency, licence(s) on FM/MW/SW/AM, if any, anywhere in India or out of India, including but not limited to digital broadcast, web broadcast, satellite broadcast and broadcast by any medium now known or that may be developed in the future and to produce talk shows, promos, jingles, capsules, serials, program, software, advertisements etc., and to sell and/or trade in content, programmes, software either produced by the Company or outsourced; and to set up transponders to broadcast/narrowcast programmes subject to necessary approvals, and to broadcast/narrowcast television programmes by hiring, leasing, buying transponders on satellites and also to carry on, subject to the necessary government and other approvals, the activities or businesses of broadcasters of sound and/or audio-visual recordings and cable and wireless communications,

to trade in licences issued by the government/authorities, to manufacture, produce, market, distribute, act as authorized agents, stockists, dealers, exporters, importers, traders, commission agents, facilitators, inter alia for celebrities, models, multimedia products, kits, instruments and various media communication instruments, provide services as satellite channel operators, cable operators, direct to home services and such other services and establish work, manage, sell, hire out and maintain satellite channel television networks, cable television networks, direct to home networks, exchanges, offices, radio and television receiving and transmitting stations, electronic, satellite and other systems of communications whether consisting of sounds, visual images, electrical impulses or otherwise.

4. ** To undertake and carry on the business of, engage in to the activities related to conception, visualization, creation, production, publication, distribution, carriage of content, marketing, exhibiting or cause to exhibit, telecast, broadcast by any medium now known or that may be developed in the future, providing, selling, importing, exporting, licensing, dealing in content, program and software of all types and kinds including news, current affairs, audio content, video content, movies, video films, commercial films, serials, sponsored programmes, advertisement films, advertisement jingles, advertisement art work, program, software for broadcasting on radio, internet radio, digital radio, satellite radio, terrestrial broadcast, television channels, cable television channels, satellite television channels, movies, internet, audio cassettes, video cassettes, DVDs, compact discs in India and abroad and to own, establish, manage, operate, purchase, buy, sell, acquire, assemble, install, hire, lease out, give on hire, develop, maintain, exchange, alter, modify, set up and manage all types of studios, opera houses, television channels, indoor and outdoor stadiums, amusement or theme parks, cinemas, multiplexes, audio and video systems, cameras, shooting equipments, recording equipments, cassettes, compact discs, DVDs, colour photo laboratories, processing laboratories, offices, computers, office equipments, furniture, fixtures, vehicles in India and abroad and all matters connected and incidental thereto and also to undertake and carry on the business of and engage in to the activities related to conception, visualization, creation, management, organizing, coordinating, selling, distributing musical events, sports events, cultural events, stage shows, performances, exhibitions, melas and events for any theme, celebrity concerts, celebrity meeting and conferences, premier and/ or other shows of movies or content based on movies either on television channels or in cinema halls, contests, quizzes, game shows, reality shows, on line lotteries in India and abroad and to provide facilities and services to all types of media events including billboards, hoardings, posters, neon signs, laser beaming and other outdoor and indoor advertisement and promotion, coordinating sponsors, generating audiences and viewers, maintaining information and data in physical or electronic form about various categories of programmes, audience, viewers, maintaining data and call centers to commercially use the available data in various forms and to engage in other activities related to all kinds of media in India and abroad and also to create, build, purchase, acquire, hold, license, transfer, assign in India, and abroad various brands, trade or merchandise marks, copyrights and other intellectual property rights in content developed by the Company or for the purpose of developing content and otherwise for the business of the Company.

** Amended by insertion vide special resolution of the members passed at the Extraordinary General Meeting held on November 21, 2003.

5. To carry on the business of establishing, undertaking, aiding, developing, managing, fostering and engaging in enrolling, operating and running consultancy, training centers, workshops, and otherwise to engage in the business of providing formal and informal education to train students in educational programs, edutainment (education through entertainment) programs in management, technical, music, entertainment, fine arts, dance, sports and any other educational fields and also in all forms of vocational education and coaching and providing tutoring services for various competitive examinations, pre-schooling and content provision and business to business events, educational conferences, to provide interactive communication amongst educationists, teachers, speakers, students, to act as a specialized entity to identify, develop, provide and implement a wide range of advisory services, on a commercial format, in India or abroad and to carry on the business by participating and implementing various mandates in the educational sector in India and abroad on the public, private or partnership basis and to market the educational content products in the domestic and overseas markets and to implement various mandates pertaining to all fields of education and other allied services, through physical and electronic mediums, including internet, satellite, television, mobile, personal computer, tablet, any other devices and to carry on the business of providing, in India and abroad, various autonomous certification programmes, partnering with Indian and foreign educational institutes, academies, colleges and universities to co-create new course modules and to provide accredited degrees, diplomas, certificates as per prevailing applicable laws and to open and/ or own private universities, colleges, institutes offering specialist certificate, diploma and degree programs across key focus subjects of education, edutainment and to engage in the business of research and development of products and teaching aids, to supplement the educational and learning business, and to enhance education by developing products using latest technology, tools, through any medium, including electronic mediums.
6. To takeover, establish, run, manage or otherwise to conduct the affairs of the educational institutes, colleges, schools, business management schools, universities, polytechnic institutions, music academies, schools, institutions, academies, training centers, development centers, etc. for imparting special education, employment enhancing vocational skills, higher education, diploma courses and to obtain affiliation from the universities in India and abroad for various educational courses, to enter into any arrangements for establishing/ setting up of academic/ educational projects on turnkey basis and to enhance education by developing products using latest technology tools using different mediums including internet, satellite, television, mobile, personal computer, tablet, any other devices, etc.
7. To carry on in India and abroad the business, either on its own or through franchisee arrangements, licensees, agents, stockists, resellers, distributors, contractors or otherwise, of procuring, storing, warehousing, dispatching, promoting, packaging, formulating, buying, selling, exchanging, bartering, altering, importing, exporting, assembling, repairing, marketing, advertising, distributing or otherwise dealing in whole or in part, on a wholesale basis or otherwise, all kinds of services, goods and merchandise and generally to carry on the business as wholesale merchants, importers, exporters, couriers, warehousing agents, including the business of sourcing, procuring and placing

contracts for all or any kinds of services, goods, materials and items whatsoever in nature, through electronic platforms or otherwise and to undertake the business of providing logistics transportation to include, without limitation, transportation of goods, parcels, commodities and other articles, from the warehouses of consignors, manufacturers, packers, importers and/or warehouses, either owned or leased, to delivery stations of the consignors, manufacturers, packers, importers and/or warehouses of the Company, either owned or leased by the Company, located in India or any part of the world; setting of delivery stations and warehouses to provide storage and work space and to carry out the work of loading, unloading, handling, forwarding and clearing agents for and on the behalf of the owners of goods, luggage, parcels, articles, commodities, merchandise and other movables of every description and nature whatsoever in India or any other part of the world. The objects of the Company shall also include to provide integrated services to deal with accounting, claims and building custom inbound freight programs to have more meaningful collaborations with others in the supply chain and the Company at large. The logistics business shall be undertaken by the Company and shall include packaging, containerization, documentation, insurance, storage, importing and exporting the goods, parcels, commodities and other articles.

8. To carry on in India and abroad, the business of developing, designing, planning, executing consultancy services or otherwise to deal in operating, providing and facilitating, in any manner, the entire range of information technology enabled services, websites, mobile websites, web enabled services, applications, value added services including (a) all services related to access, storage, distribution and transmission of internet, web page hosting, website designing, electronic commerce services in various forms, including mobile, voice, email, chat and collaborative browsing, data storage, data transmission of internet, data base and data processing services, computer hardware and software systems and all kinds of communications as are in use or may be developed in the future, (b) establishment and operation of customer call centers, customer service centers, technical support centers, repair centers, billing, payments processing, claims processing, inbound and outbound logistics, order fulfilment, operating online marketplace platforms, packaging, warehousing and inventory management, document processing and digitizing and (c) rendering of consultancy services in relation to any of the foregoing, including support and incidental services, in India and abroad.

* Objects clauses title III (A) is renamed and replaced with the new title and all the four Objects clauses appearing thereunder are sequentially renumbered starting with number 1 and ending on number 4; and new objects clauses added starting from serial number 5 onwards vide special resolution passed by the members of the Company at the Extraordinary General Meeting held on December 10, 2021.

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

1. To carry on subject to the necessary government and other approvals, the activities or businesses of broadcasters and cable and wireless communications, to manufacture, produce, market, distribute, act as authorized agents, stockists, dealers, exporters, importers, traders, commission agents for

multimedia products, kits, instruments and various media communication instruments, provide services as satellite channel operators, cable operators, direct-to-home services and such services and to establish, work, manage, sell, hire out and maintain satellite channel television networks, cable television networks, direct-to-home networks, exchanges, offices, radio and television receiving and transmitting stations, electronic, satellite and other systems of communications whether consisting of sounds, visual images, electrical impulses or otherwise.

2. To establish and run a full fledged Radio Broadcast Station subject to necessary government approvals, allotment of frequencies, licences on FM/MW/SW anywhere in India or out of India, to produce serials, program software, advertisements, artworks, etc., to set up transponders to broadcast/narrowcast programmes subject to necessary approvals, and to broadcast/narrowcast television programmes by hiring, leasing, buying transponders on satellites.
3. To assemble, develop, manipulate, construct, buy, sell, hire, import, export, trade, repair, service, maintain, install, exchange, alter, distribute, buy, sell either in cash or on hire purchase system or instalment system, to lease out or take on lease, prepare for market all kinds of electronic and electrical equipments, components, instruments, accessories and products including television sets both colour and black and white, tape recorders, video cassette recorders, video disc recorders, record changers, record players, radios, radiograms, domestic and commercial receivers, transmitters, amplifiers, loud speakers, calculators, computers, computer tapes, magnetic tapes, peripherals of computers, communication equipments, integrated circuits, semi-conductor devices, display devices, connecting cables, switches and knobs, relays, quartz, display tubes, phototubes, cameras, video cameras, flash guns, audio cassettes, video games, studio and monitoring equipments, navigational aids, remote controls and telemetry equipments, micro meters, potenetio meters, spectro meters, ultrasonic equipments and accessories, parts, tools and appliances used in connection with any of the foregoing.
4. To import, export, buy, sell, deal, manipulate and prepare for market recordings of video cassette tapes and audio cassette tapes and video discs of all types and descriptions.
5. To carry on, aid, finance, sponsor, organise, promote, associate, research in education in respect of mass media.
6. To act as agents, sub-agents, distributors, commission agents, representatives, warehousemen, merchants, traders, stockists, dealers, exporters, importers, sales organisers of all goods specified above whether manufactured or not manufactured by the Company.
7. To provide management and technical consultancy services in the field of electronic and electrical industries, specially in video filming and release of video sponsored programmes on television or any other media of mass communications.
8. To carry on the business of exporters, importers and dealers of all kinds of softwares, film tapes, radio equipments, audio video heads, video cassette

recorders, video cassette players, cleaners, audio-video devices and products connected thereto.

9. To publish any kind of information on internet, a global computer network or otherwise, compiled and updated by the Company or any other person, for commercial purposes or otherwise, set up and/or give or take on lease/ hire appropriate systems and technology to render these services to any person, including inviting subscriptions, advertisements from any persons, through agents, franchise, by any available means in India or abroad.
10. To obtain access from and to allow to access different data/information online or otherwise, to provide information on corporate, economic and global developments, legal case laws and/ or on any other subject found useful, compiled and updated by the Company or any other person to users in any part of the world, directly or indirectly or through agents, franchise, through modems, email, telephone and/or satellite network and/or any other mode of transmission of information/data or to provide/ deal/make any software or hardware for that purpose.
11. To carry on the business of developing, manufacturing, providing, exporting, importing and rendering all types of communication and information services to individuals, business houses, commercial or non-commercial organisations, governments etc., by collecting, collating and classifying various types of data and information in a systematic and useful manner and of publishing, distributing and selling the same to individuals, companies, corporations, governments and any such authorities including periodicals, magazines, newspapers, journals, newsletters, occasional papers and to syndicate data, information, articles, photographs, illustrations, graphs, charts, diagrams, cartoons and other visuals and reports and to set up a data bank and library to collect, compile, process, store, distribute and sell information on industrial, corporate, management, economic, social, political, scientific, legal, technological, medical and all other subject.
12. To buy, acquire, lease, take on hire, install, commission and provide or otherwise allow to use basic telecom services, email, data communication services, value added services and information services.
13. To carry on the businesses of dealers, exporters, importers, agent, manufacturers and traders in all sorts of electronic goods, equipments, devices, machinery and circuits including computers, mini-computers, micro processors, digital equipments, data processing equipments, radios, televisions, transistors, transmission equipments and all equipments used in any industry or transport system using electronic principles and devices and all articles of merchandise or things akin to, related to or connected with electronic industry.
14. To enter into collaboration agreements and/or otherwise to purchase and acquire from international trading and/or any other body, corporate, firm, agency, institution, department, government, semi government, local, public or other authorities or any person anywhere in the world and obtain from them or him the delivery of the know-how, technical information, and technical assistance, property including secret process, operating data, method and formulae for the erection and operation of plant for the manufacture of any of

the before mentioned produces or items and/or for any business of the Company, and their specifications, plants, designs, layouts and blue prints for the apparatus, machinery, plant and equipment and to produce such materials and products, and to pay for the same either in cash and/or by the allotment of fully paid shares of the Company, and also to enter into agreements with them for the above purpose and for exchange of future information, patents, licences, and other rights and for engineering and other technical services in respect of the Company's plant, and to acquire and/or sell, lease, let any grant or licence and other rights and benefits in the foregoing matter and things, with or without acquiring and/or selling plant, machineries, equipments for the above purposes and/or with or without participating in equity and/or other capitals and on such terms that may be deemed fit by the Directors.

15. To import, buy, sell, lease, let and deal in machinery, machine tools, equipments, components, spares, accessories, vehicles, laboratory equipments, electrical goods, hardware, software, applicators, adhesives, metals, minerals required in connection with the above objects of the Company.
16. To engage in research relating to personnel and industrial and business management and marketing aspect and distribute information and statistics relating to any type of business or industry and to promote or propose such methods, procedures and measures as may be considered desirable or beneficial for all or any of the Company's objects.
17. To establish and maintain research and development stations, all types of industrial technological centres, research testing laboratories, research centres, and all types of chemical technology research testing laboratories, research centres, and for the purpose of improving and developing know-how obtained and for improving new methods of manufacture of all types and varieties of office automation equipments, technology, using of computer and electronic technology for the same and other factors of production to develop science and technology, electronic science, computer science technology, and arrange foreign collaboration for their aid and advise in designing, developing, manufacturing, all types of industrial materials, electronic, electrical computer science/technology, mechanical and engineering products, office equipments in connection with the main objects.
18. To acquire, build, construct, alter, maintain, enlarge, demolish, remove or replace road, ways, branches or siding, bridges, reservoirs, water courses, wharves, electric works and other works and conveniences for the achievements in connection with the main objects.
19. To purchase, take on lease or tenancy or in exchange, hire, take options over or otherwise deal with and turn to account concessions, grants, decrees, licences, privileges or claims, options, leases, personal or rights or power of any kind which may appear to be necessary or convenient for any business of the Company and to purchase, charter, hire, or otherwise acquire vehicles of any or every sort of description for use on and to employ the same for the purpose of the Company.
20. To purchase or otherwise acquire on rent, erect, maintain, reconstruct and adopt any building, office, showrooms, warehouses, found necessary or convenient for the purposes of the Company and also to extend the business of

the Company by adding to altering, enlarging or pulling down, removing or replacing all or any of the buildings, for the time being the property or in possession of the Company and by expending from time to time such sums of money as may be necessary or expedient for the purpose of improving, adding to, altering, repairing, and maintaining the building, and properties for the time being of the Company.

21. To sell, exchange, mortgage, convey, assign, manage and otherwise in any other manner deal with or dispose of the property, assets or undertaking, of the Company or in any part thereof, for such consideration as the Company may think fit and in particular for shares, stocks, debentures and other securities of any other company having objects altogether or not having objects altogether or in part similar to those of the Company.
22. To apply for and to purchase or otherwise acquire, from any government, state or authority licences, concessions, grants, decrees, rights, powers and privileges which may seem to the Company capable of being turned to account and to work, develop, carry out, exercise and to turn to account the same.
23. To provide for the welfare of directors or employees or ex-employees of the Company and the wives, widows, families or dependents of such persons by building or contribution to the building of house, dwelling or quarters or by grants of money, pensions, allowances, gratuities, bonus or other payments or by creating and from time to time subscribing or contributing towards places of construction and recreation, educational, hospital and dispensaries, medical and other attendance and assistance as the Company shall think fit.
24. To subscribe or contribute or otherwise assist or to guarantee money to charitable, benevolent, religious, scientific, national, public or institution, objects or purpose or for any exhibition.
25. To establish and maintain or procure the establishment, maintenance of any contributory or non-contributory pensions or superannuation funds for the benefit of, and give or procure the giving of donations, gratuities, pensions, allowances, or emoluments to any persons, who are or were at any time in the employment or service of the Company, or who were at any time directors or officers of the Company and the wives, widows, families and dependent of any such persons, and also to establish and subsidize and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit or to advance the interests and wellbeing of the Company, make payments to or towards the insurance of any such persons as aforesaid.
26. To subscribe for, take, or otherwise acquire, hold and otherwise deal with in shares, stocks, debentures or other securities of any other company having objects altogether or in part similar to those of the Company.
27. To acquire and undertake all or any part of the business property and liabilities of any person or company carrying on or proposing to carry on any business which the Company is authorised to carry on.
28. To amalgamate, enter into partnership or into any arrangement for sharing of profits, amalgamation, union of interest, co-operation, joint venture, firm or company carrying on or engaged in or about to carry on similar business.

29. To lend and advance money or give credit to such persons or companies and on such terms as may seem expedient and in particular to customers and others having dealings with the Company and to guarantee the performance of any contract or obligation and the payment of money of or any such persons or companies and generally to give guarantee and indemnities.
30. To pay all the costs, charges and expenses of or incidental to the promotion, formation, registration and establishment of the Company and to remunerate by cash or allotment of fully or partly paid shares to any person, firm or company for services rendered or to be rendered in introducing any property or business to the Company or in about the formation or promotion of the Company.
31. To borrow or raise or secure the payment of money or to receive money or deposit at interest for any of the purposes of the Company, and at such time to time, and in such manner as may be thought fit and in particular by the issue of debentures or debenture stock, perpetual or otherwise including debentures or debenture stock convertible into shares of this Company or any other company or perpetual annuities and as securities for any such money borrowed, raised or received, or of any such debenture stock so issued, to mortgage, pledge of charge the whole or any part of the property, assets or revenue and profits of the Company, present or future including its uncalled capital, special assignment or otherwise or to transfer, convey the same absolutely or in trust and to give the lender power of sale and other powers as may seem expedient and to purchase, redeem, or pay securities and also by a similar mortgage, charge or lien of secure and guarantee the performance for the Company or any other person or company as the case may be provided that type company shall not carry on business of banking as defined by the Banking Regulation Act, subject to provisions 58A and directives of Reserve Bank of India and the Rules framed thereunder and also subject to provisions of Chapter V of the National Housing Bank Act, 1987 and the Directions issued thereunder.
32. To invest surplus money of the Company in and subscribe for, take, acquire and hold shares, stocks, debentures, or securities of any other company or corporation whatsoever and to invest moneys of the Company or any other securities and in any other securities and in any other manner, including the purchase of any books or other debts.
33. To pay or satisfy the consideration for any property rights, shares, securities, or assets whatsoever which the Company is authorised to purchase or otherwise acquire, either by payment in cash or by the issue of shares, or other securities of the Company, or in such other manner as the Company may agree or partly in one mode and partly in another.
34. To apply for to promote and obtain under any act of parliament or legislature, charter, privilege, concession, licence or authorisation of any government, state or municipality provisional order or licence of the board of trade or other authority for enabling the Company to carry any of the objects in to effect or for effecting any modifications of the constitution of the Company or for any other purpose which may seem expedient, and to oppose any proceedings or applications which may seem calculated directly to prejudice the interests of the Company.

35. To enter into any arrangement with any government or authorities, supreme, municipal, local or otherwise or any person or company that may seem conducive to the objects of the Company or any of them, and to obtain from any such government, authority, person or company any rights, privileges, charters, contracts, licences, and concessions which the Company may think fit desirable to obtain and to carry out, exercise and comply therewith.
36. To create any depreciation fund, reserve fund, sinking fund and insurance fund or any special or other fund whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company or for the redemption of debentures or redeemable preference shares or for any other purposes whatsoever conducive to the interests of the Company.
37. To establish, provide, maintain and conduct, or otherwise subsidise asset research laboratories and experiment workshops for scientific and technical research and experiments and to undertake and carry on all scientific and technical researches, experiments and tests of all kinds and to promote studies and research both scientific and technical investigations and inventions by providing for the remuneration of scientific or technical professors or teachers and by providing for awards at exhibitions, scholarships, prizes and grants 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 kind of business which the Company is authorised to carry on.
38. To establish, promote or concur in establishing or promoting any company or companies having similar objects for the purpose and liabilities of the Company and to place or guarantee the placing or subscribe for or otherwise acquire all or any part of the said business.
39. To draw, make, accept, endorse, discount, execute, issue, negotiate, assign and otherwise deal in cheques, drafts, bills of exchange, promissory notes, hundies, debentures, bonds, bills of lading, railway receipts, warrants and all other negotiable or transferable instruments.
40. To apply for tender, national, international, purchase or otherwise acquire any contracts, sub-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.
41. To demise let out or sublet the property of the Company.
42. To open an account or accounts with any bank or banks or bankers and to pay into and without money from such account or accounts.
43. To carry on any business of branch of a business which this Company is authorised to carry on by means, or through the agency, of any subsidiary companies and to enter into any arrangement with such subsidiary company for taking the profits so carried on, or for financing any such subsidiary company or guaranteeing its liabilities or to make any other arrangement which may seem desirable with reference to any business or branch so carried on

including power at any time and either temporarily or permanently to close any such branch or business.

44. To distribute among the members in specie any property of the Company, of any proceeds of sale or disposal and property of the Company subject to provisions of Companies Act, in the event of winding up.
45. \$ To adopt such means of making known the business of the Company as well as the property or properties, assets and effects of the Company as may seem expedient and in particular by advertising in the press by circulars, by purchase and exhibition of works of art or interest, by broadcasting by cable, satellite, internet, sky writing, bill boards, hoardings, pictures, motion and talkies, cinematographic films, telecasting, televisions, publication of books and periodicals, by granting prizes, rewards and donations, by conducting, organizing, managing, facilitating or acting as an interface for auctions, varied types of contests, melas, jamboree, carnival, parades, pageants, sales, exhibitions, shows, sponsoring events or any other activity associated with the Company and/or its brand(s), category, segment etc.

\$ Replaced vide special resolution of the members passed at the Extra-ordinary General Meeting held on November 21, 2003.

46. To invest and deal with the surplus funds of the Company in such manner as may be required from time to time.
47. To procure the recognition of the Company in any country or state or place in India or outside India and to establish any local registers and branch place of business and to do business at such places in any part of the world.
48. To be interested in, promote and establishment of similar types of business or companies having similar objects whether in India or in foreign countries as may be considered to be conducive to the profit and interest of the Company and connected with Company's business.
49. To appoint agents, sub-agents, dealers, managers, canvasses, for transacting all or any kind of business which this Company is authorised to carry on and constitute agencies of the Company in India or in any other country whatsoever.
50. To indemnify officers, 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 or for any loss, damage or misfortunes whatever which shall happen in the execution of the duties of their office or by relation thereto.
51. To acquire from any person, firm or body corporate or incorporate, whether in India or elsewhere technical information, know-how, and operation data, plans, layouts, blueprints useful for the design, erection as required for any grant of licence and other rights and benefits in the foregoing matters and things and to enter into collaboration agreements and to employ for engaging foreign technicians.

52. To sell and in any other manner with or dispose of the undertaking of the Company or any part thereof, or any other properties or assets thereof (movable or immovable) for such consideration and generally upon such terms and conditions as the Company may think fit and in particular for shares, debenture and other securities of any other company having altogether or in part similar to those of the Company.
53. To take part in the management, supervision and control of the business or operation of any company or undertaking having similar objects and for the purpose to appoint and remunerate any directors, trustees, accountants or other experts.
54. To appoint legal and technical advisers, as directors may think fit, and to appoint bankers, auditors, and such other persons as employees, officers or agents or advisers of the Company as the directors may think fit, and to pay out the funds of the Company the necessary expenses for the same.
55. To appear before any court and appoint legal practitioners for the Company and due, to defend, compound or refer to arbitration any cases of the Company.
56. To take part in activities of business associations, commercial associations, chambers of commerce, trade or other association.
57. To construct a hostel for the children of the workers.
58. To build or construct huts, or grant pensions and any other payment to the employees of the Company or the dependent or connections of such persons and to establish and support any schools or institutions calculated to benefit the employees or ex-employees or the dependents.
59. To insure the whole or any part of the property of the Company either fully or partially, to protect and indemnify the Company fully or partially and also to insure and to protect and indemnify any part or portion thereof either on mutual principle or otherwise.
60. To carry out in any part of the world, all or any part of the Company's objects as principal, agents, factors, trustee, constructor, or otherwise either alone or in conjunction with any other person, firm, association, corporate body, municipality, province, state or government colony or dependency thereof.
61. 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 and in any or all foreign countries and for this purpose to have and maintain and discontinue such number of offices and agencies therein as may be convenient.
62. To procure the Company to be recognized.
63. To declare and distribute any or all profits of the Company among the members by way of bonus shares, subject to the relevant provisions of the Companies Act, 2013.

64. To establish, promote, subsidise, encourage, maintain, run, organise, build, construct, develop, recondition, operate, conduct, in India and abroad, play schools, boarding houses, teaching classes for education, edutainment including graduate / post graduate courses in management, technical, vocational fields and all other areas of education and to organise short term and long term events, to arrange vacation batches or crash courses and to provide expert advice, consultancy services, courses, tuition, lectures, printed matters and literature, to facilitate meetings of parents and interested persons, discussion groups, exhibitions, printed matters and literature in relation to or in furtherance of the objects of the Company.
65. To promote education, including special education, music education, visual arts, fine arts, sports, creating teaching/ learning facilities, building infrastructure, education academy and employment enhancing vocation skills, job oriented and livelihood enhancement projects; and to make or arrange or promote contributions or funds to technology incubators located within academic institutions.
66. To train and groom the students with advance and modern techniques of education which lead to overall personality development.
67. To start or provide a platform to various streams of education (formal as well as informal), classroom basis as well as online basis.
68. To promote and advance the cause of education in all forms, formats and through all means and for this purpose, to give stipend, scholarships and other grants or support, in cash or in kind, to students, scholars, schools, colleges, universities, polytechnics and other educational institutions, whether academic or professional or trade oriented.
69. To establish, takeover, run, maintain and manage and/or to co-operate, collaborate and assist, whether financially or otherwise, in establishing, running, maintaining and managing schools, colleges, universities, polytechnics, academies and other educational institutions, whether academic or professional or trade oriented.
70. To carry on the business of gathering, accumulating, organising, tabulating, managing, obtaining, collecting, purchasing, acquiring, importing, disseminating, disposing, exporting, selling and marketing of and trading in, all types of information, data, statistics, computer based information systems, data base and library and information science, both in the form and nature in which the same may be so gathered, accumulated, organised, tabulated, obtained, imported, acquired, collected, purchased, marketed or sold and also in all types of modified forms, formats, manner and nature.
71. To make donations to such persons or institutions or political parties or entities and to aid such cases that would be directly or indirectly conducive to any of the Company's objects or otherwise expedient and to remunerate any persons or entities introducing business to the Company and to grant pensions, allowances, gratuities, bonuses and other terminations benefits either by way of annual payments or a lumpsum payments and to make payment towards insurance and to form and contribute to provident, benefits, scholarships, gratuity, pensions, superannuating funds, of or for such persons and to accept

gifts from any persons or entities and also to subscribe, contribute or otherwise to assist or guarantee money for charitable, scientific, religious, benevolent, national, public, educational, cultural or other institutions or for any exhibition or for any public objects.

72. To acquire by purchase, exchange, barter or otherwise any movable or immovable properties and any rights or privileges which the Company may deem necessary or convenient for the purpose of its business or its objects.
73. To recruit, train and develop staff, organize seminars, training programs and conferences for employees, customers and the general public.
74. To undertake all types of technical, economic and financial research or study and to aid or assist or enter into partnership with any institutions, universities, companies, partnerships, firms or persons conducting such research or study and to subsidize, endow and assist workshops, libraries, meetings, lectures and conferences and to do such other acts to generally encourage, promote and reward studies, researches, investigations, experiments, tests or inventions of any kind that may be considered to assist any of the business or objects of the Company.
75. To subscribe, contribute, gift any rights or assets to any institutions, clubs, societies, associations, academies, trusts, funds, universities, colleges, scientific research associations, individuals, bodies of individuals or bodies corporate for any educational, religious, charitable, scientific, public or general objects, subject to the provisions of the Companies Act, 2013.
76. To compensate for loss of office of any directors or officers of the Company within the limitations prescribed under the Companies Act, 2013 or applicable laws or rules having the force of law and to make payments to any directors or persons whose office of employment or duties may be determined by virtue of any transactions in which the Company is engaged.
77. To guarantee the payment or performance of any contracts or obligations or to become surety for any persons, firms, companies or entities for any purposes and to act as agents for the collection, receipt or payment of money and to act as agents for and render services to customers and others and to give guarantees and indemnities and to give surety/ mortgage/ pledge of the properties for raising fund/ loan for and on behalf of the Company/ associate concerns/ persons/ any other companies.
78. To carry on the business of issuing, servicing and dealing in all kinds of payment products, providing payment facilities or any other payment services, to collect deposits, to facilitate payments through physical and digital format, to act as business correspondent for other banks, to provide and to engage in all businesses as may be related or ancillary to the aforesaid business areas.
79. To acquire, purchase, takeover and/ or amalgamate businesses of companies or entities which, from time to time, may conveniently or advantageously be combined with the business of the Company, to amalgamate or merge with other companies or entities whose business is so acquired, purchased, taken over or amalgamated and/ or to enter into agreements with the object of acquisition of such undertakings and/ or businesses for any consideration,

including but not limited to cash, issue of shares, warrants or other securities or assets or barter transactions.

80. To carry on and undertake in India and elsewhere in the world, the business of setting up and operating centers for sales and customer interaction services, including centers for sending, receiving and replying to email for clients situated in India and abroad and to provide system integration and software/ application development services.
81. To carry on the business of collection of data, its classification and storage, dissemination of information including the provision of database services through any kinds of communication networks.
82. To gather and provide information, to undertake marketing of various services, either directly or through the internet and/ or any other medium and to act as a trader, importer, indenter, agent or distributor.
83. To carry on e-commerce activities and perform every act and provide all services relating to advertisement and marketing of various services throughout the world through websites, applications, on-line shops and other communication media.
84. To collaborate with Indian or foreign entities for acquiring or offering of technical know-how, to employ local or foreign technicians or experts or advisers on a contract basis or otherwise and to enter into agreements for availing or providing technical know-how and/or use of trademarks/ brand names.
85. To provide advisory services in the areas of education, entertainment, digital, e-commerce, technical and other services and facilities of every description, including all those capable of being provided by business and technology process outsourcing service providers.
86. To source products, including purchasing products from marketing agencies, producers and manufacturers in electronics and domestic appliances, as well as, to assist, directly and indirectly in the making of these products.
87. To provide assistance and consultancy to suppliers and producers in such areas as upgrading the quality, marketability and competitiveness of products before such products are allowed to be displayed and sold.
88. To enter into, make and perform contracts of every kind and description, agreements and arrangements with any persons, firms, associations, corporations, corporate bodies, municipality, countries, states, political bodies or government.
89. To receive money in any form, to borrow or raise money on such terms and conditions as the Company may consider expedient and to secure and discharge any debts or obligations binding on the Company in such manner as may be thought fit, and in particular by mortgages of the undertaking(s) and all or any of the immovable and movable properties (present and future) and the uncalled capital of the Company or by the creation and issue, on such terms as may be

thought expedient, of shares, bonds, debentures or debenture stock, perpetual or otherwise, or other securities of any description.

90. To build, construct, maintain, enlarge, pull down, remove, replace, improve, develop and to work, manage and control any buildings, offices, godowns, warehouses, structures and to install all kinds of plants, machinery and works thereat for attaining the objects of the Company.
91. To let on lease or on hire purchase system or to lend or otherwise dispose of any properties belonging to the Company.
92. To acquire by purchase, lease, license, hire-purchase, exchange, barter, development, construction of any buildings or structures, to demolish, re-erect, repair, remodel or otherwise deal in (including sell or dispose of) such buildings or structures; and to deal in purchase, sale, barter, lease, license, exchange land, buildings, estates, flats, apartments or any other structural or architectural work of any kind whatsoever and to deal in offices, flats, houses, bungalows, plants, factories, stock-in-trade, godowns, warehouses, shops, cinema theaters or other structures and other conveniences of all kinds and properties of all kinds and description which the Company may deem necessary or convenient for the purpose of its business or objects.
93. To distribute monies as dividend out of free reserves or to issue bonus shares amongst the members or otherwise to apply any monies received by way of premium on shares or debentures or any monies received in respect of forfeited shares, as the Company may, from time to time, think fit, subject to the provisions of the Companies Act, 2013.
94. To purchase and maintain insurance for the benefit of any person who is or was an officer or employee or director of the Company, a subsidiary of the Company or a company in which the Company has or had an interest (whether direct or indirect) or who is or was a trustee of any retirement benefit scheme or any other trust in which any officer or employee or director or former officer or employee or director is or has been interested, to indemnify and to keep that person indemnified against liability for negligence, default, breach of duty or breach of trust or any other liability which may lawfully be insured against.
95. To institute, defend, compromise, compound or abandon any legal proceedings by or against the Company, its directors or officers or otherwise concerning the affairs of the Company or its directors or officers and also to compound or allow time for payment or satisfaction of any debts due to the Company and of demands by or against the Company.
96. To refer to or agree to refer any claims, demands, disputes or any other question by or against the Company or in which the Company is interested or concerned, whether between the Company and third parties, to arbitration and to observe and perform and do all acts, deeds, matters and things to carry out or enforce the awards.
97. To carry on the business of advertising agents and contractors, both outdoor and in newspapers, books, screens, walls, buses, railways, carriages, to prepare, advise, devise, manufacture and construct advertising devices and designs and to publish and advertise the same through any media whatsoever and to carry

on the business of printers, publishers, decorators in connection with the general advertising business and to do any other act or carry out any other contract for the promotion, continuance and advancement of the said business.

98. To do all and everything necessary, suitable or proper or incidental or conducive for the accomplishment of any of the objects or the furtherance of any of the objects or business or powers hereinbefore mentioned, either alone or in association with other corporate bodies, firms or individuals and to do every other act or acts, thing or things incidental or appurtenant to and growing out of or connected with the aforesaid objects or business or powers or any other part thereof, provided the same being not inconsistent with the applicable laws of India.

Objects clauses title III (B) is renamed and replaced with the new title and all the sixty three Objects clauses appearing thereunder are sequentially renumbered starting with number 1 and ending on number 63; and new objects clauses added starting from serial number 64 onwards vide special resolution passed by the members of the Company at the Extraordinary General Meeting held on December 10, 2021.

- IV.** The liability of the member(s) is limited and this liability is limited to the amount unpaid, if an, on the shares held by them. (Liability clause substituted with vide special resolution passed by the members of the Company at the Extraordinary General Meeting held on December 10, 2021).
- V.** @ The Authorised Share Capital of the Company is Rs. 120,00,00,000/- (Rupees One Hundred Twenty Crores only) divided into 12,00,00,000 (Twelve Crores) Equity Shares of Rs. 10/- (Rupees Ten only) each, subject to being increased or reduced by the Board of Directors in accordance with the regulations of the Company and the legislative provisions for the time being in force. Subject to the provisions of the said Act, the Board of Directors may divide the share capital, whether original or increased or reduced, into classes, with any preferential or other rights, privileges, conditions or restrictions attached thereto, whether in regard to dividend, voting rights or otherwise.

@ Clause V substituted, as amended by Special Resolution passed by the Company at the Third Annual General Meeting held on September 9, 2002.

The phrase 'Companies Act, 1956' replaced with 'Companies Act, 2013' in the entire Memorandum of Association vide special resolution passed by the members of the Company at the Extraordinary General Meeting held on December 10, 2021.

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

Names, Addresses, Description & Occupation of Subscribers	Number of equity shares taken by each subscriber	Signature of Subscriber	Signature, Name, Address, Description and Occupation of witness
MR.PADMAKAR MANJUNATH RAO 702, Vasundhara, Janki Kutir, Juhu, Mumbai - 400 049. Professional Management	100 (Hundred)	Sd/	<p style="text-align: center;">Witness to all Sd/- NARAYAN RATHI S/O. Tulsidas Rathi 28/38, Sunder Bhavan, Perin Nariman Street, 3rd Floor, Fort, Mumbai- 400 001 COMPANY SECRETARY</p>
MR. RAM MAHESHWARY C-101, New Poornima Apt., Pedder Road, Mumbai 400 026. Professional Management	100 (Hundred)	Sd/	
MR. SAM DASTOOR A3/26, New Kharegaj Colony, Babulnath Road, Mumbai-400007. Professional Management	100 (Hundred)	Sd/	
MR. SHRIRAM JANARDHAN LOVHALE Upkram CHS Ltd., Plot No.45, Gorai II, Borivali (West), Mumbai - 400 092. Professional Manager	100 (Hundred)	Sd/	
MR. RANJAN GARG 22, Ashoka Apartments Rungta Lane, Nepean Sea Road, Mumbai - 400 006 Professional Management	100 (Hundred)	Sd/	
MR. ARUN KUMAR BAHL 3- A, Sommerset Place, 61-D, B. Desai Road Mumbai - 400 026. Professional Manager	100 (Hundred)	Sd/	
MR. BHASKAR DAS C.1, Queen's View 28/30, Walkeshwar Road. Mumbai - 400 006 Professional Manager	100 (Hundred)	Sd/	
TOTAL	700 (Seven Hundred)		

Mumbai, Dated 2nd June, 1999.