

IFL ENTERPRISES LIMITED

CIN: L74110DL2009PLC186958

Registered Office: 412, 4th floor Shilp Zaveri, Samruddhi Soc., Nr. Shyamal cross Road, Satellite, Ahmedabad, 380015

Corporate Office: A-607, Prahladnagar Trade Center Radio Mirchi Road, Vejalpur, Ahmedabad-380015 Gujarat India

Tel: 7990080239; **e-mail id:** iflenterprice3@gmail.com

Website: www.iflenterprises.com

Date: 09.04.2024

To
The General Manager
Department of Corporate Services
BSE Limited
Phiroze Jeejeeboy Towers,
Dalal Street,
Mumbai — 400001.

Scrip Code: 540377

Dear Sir / Madam,

Subject: Intimation for shifting of the Registered Office of the Company.

We would like to inform you that consequent to confirmation of the Regional Director, North- Western Region, Ministry of Corporate Affairs vide order dated 27th December, 2023 for the shifting of Registered Office of the Company from the State of Delhi to the State of Gujarat and consequent alteration to the Situation Clause of the Memorandum of Association of the Company, the Board of Directors of the Company has approved shifting of the Registered Office of the Company to Office No. 412, 4th Floor Shilp Zaveri, Samruddhi Soc., Nr. Shyamal Cross Road, Satellite, Ahmedabad, 380015 w.e.f. 08th April, 2024.

The Company is in the process of filing necessary forms in this regard with the Ministry of Corporate Affairs. We shall submit a copy of altered Memorandum of Association of the Company upon receipt of the Certificate of Registration from the Registrar of Companies.

We request you to take the same on record.

Thanking you.

Yours faithfully,

Subject: Intimation for shifting of the Registered Office of the Company.

For and on behalf of

IFL Enterprises Limited

J. J. Vaishnav
Jitendra Vaishnav
Managing Director & CFO
DIN: 10414407

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Thanking you.

Yours faithfully,

For and on behalf of

IFL Enterprises Limited

(THE COMPANIES ACT, 2013)
(Company Limited by Shares)

MEMORANDUM OF ASSOCIATION
OF
IFL ENTERPRISES LIMITED

- I. The name of the Company is: **IFL Enterprises Limited.**
- II. The Registered Office of the Company will be situated in the state of Gujarat.
- III. The Objects for which the Company is established are:

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

1. To carry on the business of manufacturing, importing & exporting, trading of all type of paper for writing, wrapping, kraft and semi-kraft, cloth paper, wall paper, paper films (plain and printed) and to do all types of metals and metal compounds whatsoever, whether ferrous or non-ferrous and buying, selling, reselling, transporting, storing, developing, promoting, marketing or supplying, trading, dealing in all type of goods on retail as well as on wholesale basis in India or elsewhere and also act as Commission agent Stockiest on behalf of others.
2. 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 manufactured / dealt with/ provided by the Company.
3. To purchase or acquire, hold, trade, deal and further to dispose of any right, stake or controlling interest in the shares, stocks, debenture stock, bonds, all commodities and commodity derivatives, currency including their derivatives and Future & Options of shares /index or securities of companies or partnership firms either singly or jointly with any other person(s), body corporate or partnership firm carrying out or proposing to carry out any activity in India or in any other part of the world and to purchase, acquire, trade, invest, construct or otherwise deal in any kind of immoveable property.
4. To carry on the business of import, export, distribute, sale, purchase or deal in agriculture produce of all description like fruits, vegetable, seeds, organic products and herbal products and to do trading of the agri-commodities whether perishable or non- perishable and also do stocking of the same at their own premises or leased premises and promote & sell their own brand along with farmer produce and trade in all the products required for cultivation, harvesting, production and developments of seeds, vegetable, fruits and herbal items.
5. To grow, produce, harvest raise or deal in agriculture produce and to set up processing unit, manufacturers, producers, processors, growers, fermentators, distillers, refiners, makers, inventors, convertors, importers, exporters, traders, buyers, sellers, retailers, wholesalers, suppliers, indenters, bottlers, packers, movers, preservers, stockiest, agents, merchants, distributors, consignors, jobbers, brokers or otherwise deal in all kinds of fertilizers, manures, plant and animal foods, pesticides, insecticides, fungicides and all types of chemicals used in apiculture, pisciculture, sericulture, horticulture, poultry farming and animal husbandry.



6. To carry on the business of planters, growers and cultivators of seeds, vegetable, fruits and herbs and to cultivate, grow, produce or deal in vegetable, fruits and herbs and to undertake the activities for its processing, preservation or storage with the installation for plant, machinery, cold storage, air conditioning, refrigeration and other equipment.

(B) THE OBJECTS ANCILLARY OR INCIDENTAL TO THE ATTAINMENT OF THE MAIN OBJECT ARE:

1. To do all or any of the acts or things as mentioned in the main objects either as principals, contractors or otherwise and either alone or in conjunction with others.
2. To remunerate any firm, person or body corporate rendering services to the Company, including without limitation, in relation to the promotion or formation of the Company, either by cash payment or by allotment to him or them of shares and securities of the Company as paid -up in full or in part or otherwise.
3. To pay all costs, charges and expenses incurred or sustained in or about the formation, registration, promotion, incorporation, establishment and advertisement of the Company or which the Company shall consider to be preliminary including contracts entered into by the Company.
4. To enter into contracts or arrangements or other dealings for conduct of the business of the Company or any part thereof and also to enter into any arrangement with any Government or Authorities or any persons or companies that may seem conducive to the main objects of the Company.
5. To buy, sell, repair, alter, improve, exchange, let on hire, import, export and deal in all works, plant, machinery, tools, appliances, apparatus, products, materials, substances, articles and things capable of being used in any business which the Company is competent to carry on, or which may be required by any customer or person having dealings with the Company or which may seem capable of being profitably dealt with in connection therewith and to manufacture, experiment with, render marketable and otherwise deal in all products and services incidental to any of the businesses carried on by the Company.
6. To recruit, train and develop a pool of technical, managerial and administrative personnel including staff, employees, franchisees, agents, for the Company or any subsidiary, affiliate or group companies or any other company, firm or other person, particularly where such companies, firms or persons are engaged in any business related to the business of the Company.
7. To retrench, lay-off, suspend, terminate the appointment of or dismiss or remove executives, managers, assistants, support staff and other employees and to remunerate them at such rates as may be thought fit by the company and also to recover from them the dues, damages or losses if any caused by them to the company.
8. To appoint dealers, sub-dealers, agents, sub-agents, distributors, sole selling agents, sole concessionaries, representatives, franchisees either in India or abroad, for the conduct of the business of the Company, and to remunerate them for their services at such rates as may be deemed fit by the company and also to recover from them the dues, damages or losses if any caused by them to the company.
9. To undertake all types of technical, economic, financial, marketing & general investigations, invention, research, projects, enquiries, studies, experiments, tests and aid or assistance or enter into partnership or



collaboration with any institution, university, company, society, partnership firm or person or persons conducting such investigations, invention, research, projects, enquiries, studies, experiments, tests or study and to subsidize, endow and assist workshops, libraries, meetings, lectures, conferences, seminars and to do such other acts to generally encourage, promote and reward such studies investigations, invention, research, projects, enquiries, studies, experiments, tests of any kind that may be considered to assist any of the businesses of the Company.

10. To identify projects, project ideas, to prepare profiles, project reports, and undertake market research, feasibility studies, pre-investment studies and investigation of industries on a micro and/or macro level and to render appropriate services, to identify scope and potential for economic and industrial development in any particular geographical area or location whether in India or abroad.

11. To acquire, seek or receive from any person, firm or body corporate, whether in India or elsewhere, technical information, know-how, guidance, formula, processes, engineering, manufacturing and operating data, plans, layouts and blue-prints useful for the design, manufacture, erection, installation and operation of plant and machinery, required for any of the businesses of the Company and to pay remuneration or fees thereof in any currency by way of lump-sum or instalments or royalties.

12. To purchase or otherwise acquire any patents, inventions, licenses and concessions conferring any exclusive or non-exclusive or limited rights to use any information as to any of them which may seem capable of being used for any of the objects of the Company or the acquisition of which may seem, calculated directly or indirectly to the benefit of the Company.

13. To apply for, purchase or otherwise acquire brand names, service marks, trade mark, emblems, logos or titles for the products manufactured and the services rendered by the Company, from any company, firm, or other persons in India or elsewhere, in particular international brand names/ service marks of the holding or group companies.

14. To establish and maintain or procure the establishment and maintenance of any contributory provident fund.

15. To deal in, sell, mortgage, let out or otherwise dispose of the businesses, undertaking or all or any of the property and assets for the time being of the Company, or any part thereof, for such consideration and on such terms, as the Company thinks fit.

16. Subject to the provisions of the Companies Act, 2013 and other applicable laws, to provide loans and guarantees to other body corporate, individuals, partnerships and for any national, charitable, benevolent, public, general or useful objects and purposes or for any exhibitions and seminars, which may seem beneficial to the company and to recover, revoke or withdraw such loans and guarantees and to collect interest, commission or other charges if any for such loans and guarantees.

17. To enter into joint venture, partnership, or any other arrangement for joint working in business, sharing profits or for co-operation or for mutual assistance or to form, promote, subsidize and assist companies and partnerships of all kinds with any person, firm or company or to acquire or take over or carry on any other business (whether manufacturing or otherwise) or management auxiliary to the business of the Company or connected therewith or which may seem to the Company capable of being conveniently carried on in connection with the above or to amalgamate with any person, firm or company carrying on or about to carry on any business or transaction included in the objects of the Company or any other similar business, in India or abroad.



18. To negotiate and/or enter into agreements and contracts with individuals, firms, companies, corporations, bank and such other organizations, foreign or Indian, for obtaining or providing technical, financial or any other assistance for carrying out all or any of the objects of the company and also for the purpose of research, development of projects on the basis of know-how and necessary formulas and patent rights for furthering the objects of the Company.
19. To accept stock or shares in or debentures, mortgage debentures or such other securities of any other such company in payment for any services rendered or for any sale made to or debt owing from any such company.
20. To purchase, take on rent or lease, hire purchase, borrow, take by way of grants, aids, allotments, donations or otherwise acquire from any person, firm, company or government all machineries, plants, stock-in-trade, trademarks, service marks, brand names, emblems, logos or titles, tangible and in tangible assets and other movable and immovable properties of any description, to achieve any of the objects of the company.
21. To sell, improve, manage, develop, exchange, lease, rent out, mortgage, enfranchise, dispose of or otherwise alienates all or any of the movable / immovable property, tangible / intangible assets and rights of the company and dispose of all or any of the property and rights of the company.
22. To pay for any lands and immovable or movable assets and / or properties or assets of any kind acquired by the Company or for any services rendered or to be rendered to the company in connection with the business and to pay or discharge any consideration to be paid or given by the Company in money or in shares whether fully paid up or partly paid up or debentures of the company or partly in one and partly in another or otherwise.
23. To enter into contracts, agreements, understandings, undertakings, collaborations, with the Government, Governmental Authorities, public/private sector institutions, Municipal, Revenue, Local or otherwise in India or abroad which may seem conducive to any of the objects of the company and obtain from any such Government or Authority any rights, privileges, subsidies, concessions, aids, allotments, grants and donations.
24. To open account/accounts with any individuals, firms or companies, institutions, organizations, undertakings, societies, trusts, guilds or with any bank or banks in India or abroad and to pay into and withdraw money from such account/accounts.
25. To draw, make, accept, honor, endorse, execute, issue, reject, revoke, withdraw, dishonor, stop payment of and negotiate bills of exchange, promissory notes, cheques, drafts, hundis, agreements, bonds, guarantees and instruments of every description subject to the provisions of Banking Regulation and/ or any other applicable laws.
26. To undertake and execute any trusts the undertaking where off may seem desirable gratuitously or otherwise in connection with the business of the Company.
27. To promote the company to be registered, legalized, domiciled or recognized in any country or place and to carry on its business.
28. To advance, invest and deal with the Company's money with such persons or companies and to make such investments or securities in such manner as may be expedient.



29. To import, export, buy, borrow, hire, take on lease / sublease or rent, lease out, rent out, service, maintain, discard, modify and otherwise sell, exchange, alter, improve all kinds of plant, machinery, furniture and fixtures, apparatus, tools, utensils, substances materials and things necessary or convenient for carrying on the objects of the Company.

30. To distribute as dividend or bonus among the members or to place in reserve or otherwise to apply, allocate, account for, appropriate, or otherwise distribute as the company may from time to time, think fit, any money arising/received over and above paid-up value from sales by the company by way of forfeited shares subject to the provisions of the Companies Act 2013.

31. To employ agents or experts to investigate, examine and evaluate condition and prospects, value, encumbrances character, suitability, utility and circumstances of any business concerns and undertaking of any assets, properties or rights which the Company propose to acquire.

32. To create any reserve fund, sinking fund, insurance fund or any other such special fund whether for depreciation repairing, improving, research extending or maintaining any of the properties of the Company or for any other such purpose conducive to the interests of the Company.

33. To send out to foreign countries its Directors, employees or any other person or persons for training, investigating possibilities of any business or for procuring and buying any machinery or establishing trade connections or for promoting the interests of the Company and to pay all expenses incurred in connection therewith.

34. To refer to arbitration any dispute, present or future, between the Company and any other Company, firm, individual or any other body and submit the same to arbitration in India or abroad either in accordance with Indian or any foreign systems of law.

35. To acquire, take over, merge either the whole or any part of the business, goodwill, trademarks, patents and properties, assets and liabilities of any person or persons, company, partnership firms or corporation carrying on any business which the company is authorized to carry on or possessed of property suitable for the purpose of this company.

36. To borrow or raise money , from commercial banks/financial institutions and companies, or to receive it on deposit at interest or otherwise , and to secure the payment of such money in such manner as the Company may think fit and in particular by the issue of Debentures or debenture stock, perpetual or otherwise, stocks, bonds, obligations, notes and securities of all kinds, to mortgage, pledge, guarantee, hypothecate or charge the whole or any part of the property, assets or revenue of the company present or future, including its uncalled paid capital, by special assignment or otherwise, or to transfer or convert the same absolutely or any interest therein and to give the lenders power of sale and other powers as may seem expedient and to purchase, redeem or pay off such securities provided, the Company shall not carry on banking business as defined in the Banking Regulation Act, 1949.

IV. The Liability of 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 INR 75,06,00,000(INR Seventy-Five Crore Six Lakhs only) divided into 75,06,00,000 (Seventy-Five Crore Six Lakhs) Equity shares of INR 01/- (Rupees One Only) each.



- The Company has increased Authorised Capital through resolution passed by postal ballot dated 14.01.2024
- Substituted vide special resolution passed through Postal Ballot via e-voting on 15th February, 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 Capital of the Company, set opposite our respective names :-

Sl. No.	Name, Description, Occupation and Address of Subscribers.	Number of Equity Shares taken by each subscribers	Signature of subscriber	Signature of Witness with address and occupation
1.	MUKESH SHARMA S/o Sh. Jai Parkash F-155, Arya Samaj Road, Uttam Nagar, New Delhi (Business)	50,000 (Fifty Thousand only)	Sd/-	I witness the signatures of both the subscribers. Sd/- (NAVEEN NARANG) Company Secretary M. No. 16719 S/o Shri M. S. Narang R/o H-3/157, 2nd Floor, Vikaspuri, New Delhi-110018
2.	SANDEEP GAUR S/o Sharwan Kumar Sharma 133, Krishna Gall, Ghee Mandi, Pahar Ganj, New Delhi (Business)	50,000 (Fifty Thousand only)	Sd/-	
TOTAL		1,00,000 (One Lac Equity Shares)		

Place : DELHI Dated the 20th day of JANUARY, 2009



COMPANY APPLICATION NO. AA1930602/13(4)/RD (NR)/2023/8258

BEFORE THE REGIONAL DIRECTOR

27 DEC 2023

NORTHERN REGION

MINISTRY OF CORPORATE AFFAIRS

NEW DELHI

IN THE MATTER OF THE COMPANIES ACT, 2013,

UNDER SECTION 13 (4)

AND

In the matter of

IFL ENTERPRISES LIMITED

(L74110DL2009PLC186958)

having its registered office at

**C-110 G/F Bhola Nath Nagar, Shahdara,
East Delhi, New Delhi- 110032.**

..... Applicant

ORDER

The Applicant company has presented this application under section 13 (4) of the Companies Act, 2013 (herein after called as Act) vide SRN **AA1930602** dated **15.04.2023** for confirmation of alteration to the situation clause of Memorandum of Association of the Company as approved by the Special Resolution passed on **09.09.2022** in the Annual General Meeting of the applicant company.

2. The Applicant Company was originally incorporated on **23.01.2009** as a Limited company in the NCT of Delhi, falling within the jurisdiction of Registrar of Companies, NCT of Delhi & Haryana. According to the application, the company has decided to shift the registered office from the **NCT of Delhi to State of Gujarat** for administrative convenience and better control.

3. Taking into consideration the contents of the application and affidavits filed in support thereof, there has been no objection from any one and submissions of the Registrar of Companies, NCT of Delhi & Haryana vide his report dated **03.07.2023** with making no adverse remarks, compliance of provisions of Section 13(4) & (5) of the Companies Act, 2013 r/w Rule 30 of the Companies (Incorporation), Rules 2014 and 2nd Amendment Rules 2017. The Registrar of Companies, NCT of Delhi & Haryana vide his report dated **03.07.2023** has conveyed his no objection to the proposed shifting of registered office from the **NCT of Delhi to State of Gujrat**. Further, the presenting



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Officer Mr. Sanjay Yadav, Joint Director, based on the documents submitted by the company, status report of Registrar of Companies and information available on MCA portal, has also confirmed that the statutory requirements as laid down under the Companies Act, 2013 and Rules relating to shifting of registered office have been duly complied and neither there is Inspection, Investigation nor Inquiry is pending against the subject company.

4. NOW THEREFORE, in exercise of the powers delegated on the undersigned under section 13(4) of the Companies Act, 2013 r/w Government of India, Ministry of Corporate Affairs' notification No. S.O. 4090 (E) dated 19.12.2016, I hereby order that the alteration in clause II of the Memorandum of Association of the Applicant company as referred in the application herein and resolved in accordance with Section 114 of the Companies Act, 2013 in its Special Resolution passed in Annual General Meeting held on **09.09.2023**, is confirmed subject to the condition that the interest of no employee of the company shall adversely be affected by way of retrenchment or otherwise. The jurisdiction of pending litigation, if any, shall remain the same. Furthermore, this order does not preclude any stakeholder from initiating any Litigation against the Company in any jurisdiction, if their interests are being prejudiced.

उपर्युक्त को ध्यान में रखते हुए आवेदन स्वीकृत किया जाता है।

Date 23 December, 2023, New Delhi.



(SANJAY SHREEV)
प्रादेशिक निदेशक (उत्तरी क्षेत्र)
REGIONAL DIRECTOR (NR)

प्रतिलिपि:-

1. IFL Enterprises Limited, C-110 G/F Bhola Nath Nagar, Shahdara, East Delhi, New Delhi- 110032.
2. The Registrar of Companies, NCT of Delhi & Haryana for information.

