



Empire Industries Limited

October 13, 2023

To,
The Manager,
BSE Limited
Listing Compliances
P.J. Towers, Dalal Street
Fort, Mumbai – 400001

Re Company Scrip Code: 509525

Sub : Alteration in Object Clause of the Memorandum of Association

Pursuant to the Regulations 30 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, we wish to inform you that the Company has altered its objects clause of the Memorandum of Association (MOA) by Annual General Meeting held on 22nd September, 2023 for which the Company has declared the voting results on 25th September, 2023.

The Ministry of Corporate Affairs ("MCA") vide its letter dated October 12, 2023 has approved the alteration in objects clause of the Memorandum of Association. The Certificate of alteration in objects clause issued by MCA along with the certified copy of the special resolution passed by Annual General Meeting and altered MOA are attached herewith.

This is for your information and records.

For EMPIRE INDUSTRIES LIMITED

S. C. NANDA
Director Finance & Company Secretary
ACS: 13703

Encl. : As Above

CIN: L17120MH1900PLC000176
Regd. Office: Empire Complex, 414, Senapati Bapat Marg,
Lower Parel, Mumbai 400 013, India.
Tel.: 66555453 • Fax : 24939143

E-mail: email@empiresecretarial.com • Web : www.empiremumbai.com

-----**Divisions**-----

- Empire Machine Tools • Vitrum Glass • Empire Industrial Equipment
- Empire Vending (GRABBIT) • Empire Foods • The Empire Business Centre
- Empire Industrial Centrum • Empire Prime Realty



सत्यमेव जयते

**GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS**

ROC Mumbai
100 Everest Building, Mumbai, Everest 100, Marine Drive, Maharashtra, 400002, India

Corporate Identity Number: L17120MH1900PLC000176 / L17120MH1900PLC000176

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 EMPIRE INDUSTRIES LIMITED having passed Special Resolution in the Annual/Extra Ordinary General Meeting held on 22/09/2023 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 TWELFTH day of OCTOBER TWO THOUSAND TWENTY THREE

Arun Singh

Assistant Registrar of Companies/ Deputy Registrar of Companies/ Registrar of Companies

Registrar of Companies

ROC Mumbai

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

EMPIRE INDUSTRIES LIMITED

414 SENAPATI BAPAT MARG LOWER PARLE, NA, MUMBAI-400013, Maharashtra, India





Empire Industries Limited

CERTIFIED COPY OF THE RESOLUTION PASSED BY THE MEMBERS AT THE 122ND ANNUAL GENERAL MEETING OF EMPIRE INDUSTRIES LIMITED HELD ON FRIDAY, SEPTEMBER 22, 2023 AT 3.00 P.M. THROUGH VIDEO CONFERENCING

ADDITIONS OF NEW CLAUSES IN MAIN OBJECT OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

Special Business by Special Resolution:

To consider and if thought fit, to pass, with or without modification, the following resolution as an **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 4, 13 and other applicable provisions, if any, of Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under, consent of the members of the Company be and is hereby accorded, subject to the approval of the Registrar of Companies, Mumbai, to insert following sub clauses after sub clause (ai) of clause 3 of the Memorandum of Association of Company:

- (aj) Import, export, internally trade of all types of frozen foods or other food items from or to all over the world including marketing and distribution of frozen and chilled food, especially marine foods and meat products or any other frozen foods including cheese & other dairy products to hotels, restaurants, catering services and retail chains and others including import/export of salmon fish fillets and smoked salmon products along with other items like lamb products, duck products, pork products, truffle & caviar, chilian sea bass & black cod fish or any other food product(s) and to establish a cold chain distribution system throughout the country and to enter into partnerships with various distributors across the country to enable foods division to deliver products anywhere in India and to operate its own private custom bonded warehouse to keep in a duty free custom bonded warehouse till they are ready for sale and also re-packing and re-labeling of imported and local food products.
- (ak) To act as broker/commission agent in real estate activities including to collect or receive a fee, compensation, or valuable consideration, sells or offers for sale, buys or offers to buy, provides or offers to provide market analyses of, lists or offers or attempts to list, or negotiates the purchase, sale, or exchange of real estate; that negotiates the mortgage of real estate; that negotiates for the construction of a building on real estate; that leases or offers or rents or offers for rent real estate or the improvements on the real estate for others, as a whole or partial vocation; that engages in property advice & management as a whole or partial vocation; that sells or offers for sale, buys or offers to buy, leases or offers to lease, or negotiates the purchase or sale or exchange of a business, business opportunity, or the goodwill of an existing business for others; or that, as owner or otherwise, engages in the sale of real estate as a principal vocation

CIN: L17120MH1900PLC000176

GST No. - 27AAACE2757R1Z3

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Lower Parel, Mumbai 400 013, India.

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E-mail: email@empiresecretarial.com • Web : www.empiremumbai.com

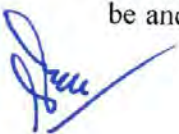
Divisions

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- Empire Industrial Centrum • Empire Prime Realty

and to deal in real estate sales across the country for residential and commercial properties in the primary and secondary markets in all categories, including luxury, premium, and affordable.

- (al) To carry on the business of establishment and running of business centres i.e. physical location that provides temporary office solutions for all types of entrepreneurs and organizations including to build and manages flexible and customized fully furnished offices and provides complete business support services, meeting and conference room facilities that enable its clients to run their businesses without incurring massive start-up costs and overhead expenses and to provide a customized mix of products and services that deliver significant and measurable returns to its clients. The business centre service includes the various products and services are Video Conferencing, Business Lounges, Hot Desking, Executive Memberships, Day Office and others. The business centre provides premium fully furnished offices with customizable office configurations, modular furniture with plenty of in built storage, use of ergonomic chairs for comfortable seating and security systems.
- (am) To deal, buy, sell, rent, and lease vending machine range from snacks, beverages & perishable to sanitary pad vending machines.
- (an) To develop land /area for MSME's (Micro, Small and Medium Enterprises) and other industrial, residential sector.
- (ao) To buy, sell, manufacture, market, advertise, promote, export, import of all kinds of nutraceutical and hygiene products of wide ranges including dietary supplements, food additives, and other nutrient-enriched products and hygiene products offering health benefits to the user in tablets, capsules, soft gels, powders, injection medicines, ointments, liquid etc. and to deal with all four categories of nutraceutical products that include dietary supplements, functional food, medicinal food, and pharmaceutical etc.
- (ap) To carry on the business of providing solutions and services related to Web-Technologies, Internet and E-commerce, including to design, develop, maintain, operate, own, establish, install, host, provide, create, facilitate, supply, sale, purchase, licence or otherwise deal in Internet portals, Internet networks, Media Portals, Internet solutions, Internet gateways, Internet service providers, E-commerce, Web-site designing, Web based and Web enabled services and applications, E-commerce service provider, E-commerce solutions, E-commerce platforms, E-commerce education, E-commerce technologies and E-business solutions including to carry on the business to import and sell the products online through any website, online store and physical shop, showroom, factory outlets on B2B and B2C methods.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Mr. Suhas Chandra Nanda, Director Finance & Company Secretary of the Company be and is hereby authorised, on behalf of the Company, to do all acts, deeds, matters



and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form as return of appointment with the Registrar of Companies, Mumbai / MCA.

RESOLVED LASTLY THAT a true copy of the foregoing Board Resolution, duly certified by Mr. Suhas Chandra Nanda, Director - Finance & Company Secretary be submitted as per statutory/official requirements.”

Certified to be true
EMPIRE INDUSTRIES LIMITED



SUHAS CHANDRA NANDA
Director-Finance & Company Secretary
ACS Membership No.13703



Empire Industries Limited

EXPLANATORY STATEMENT U/S 102 OF THE COMPANIES ACT, 2013

Your Board of Director has considered from time to time various profitable business proposals for diversification into areas which would be profitable for the Company as part of diversification Plans. For this purpose, the object Clause of the Company, which is presently restricted in scope, requires to be comprehensive so as to cover a wide range of activities to enable your Company to consider embarking upon new business areas, projects and activities. The addition in the Objects Clause of the Memorandum of Association as set out in the Resolution is to facilitate diversification. This will enable the company to enlarge the area of operations and carry on its business economically and efficiently and the proposed activities can be, under the existing circumstances, conveniently and advantageously combined with the present activities of the company.

The "Main Object" clause of the Memorandum of Association of the Company is being amended by inserting sub clauses (aj) to (ap) after sub clause (ai) of clause 3 of the Memorandum of Association of Company.

The Board of Directors at its meeting held on May 22, 2023 has approved alteration of the MOA of the Company and the Board of Directors now seek members' approval for the same.

The draft Copy of the Memorandum of Association of the Company is available for inspection at the registered office of the Company on any working day during Business Hours till the date of AGM. The Amendment shall be effective upon the registration of the resolution with the Registrar of the Companies. The proposed change of object clause requires the approval of shareholders through Special Resolution pursuant to the provisions of Section 13 of the Companies Act, 2013.

None of the Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.7 of the Notice.

The Board recommends the Special Resolution set forth in Item No.7 of the Notice for approval of the Members.

Certified to be true
EMPIRE INDUSTRIES LIMITED

SUHAS CHANDRA NANDA
Director-Finance & Company Secretary
ACS Membership No.13703

CIN: L17120MH1900PLC000176

GST No. - 27AAACE2757R1Z5

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EMPIRE INDUSTRIES LIMITED
MEMORANDUM
AND
ARTICLES OF ASSOCIATION





सत्यमेव जयते

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MINISTRY OF CORPORATE AFFAIRS**

ROC Mumbai
100 Everest Building, Mumbai, Everest 100, Marine Drive, Maharashtra, 400002, India

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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 TWELFTH day of OCTOBER TWO THOUSAND TWENTY THREE

Certification signature by DS MINISTRY OF CORPORATE
AFFAIRS 4 <Alpesh.m...@gov.in>, Validity Unknown

Digitally signed by
DS MINISTRY OF CORPORATE
AFFAIRS 4
Date: 2023.10.12 17:28:12 IST

Arun Singh
Assistant Registrar of Companies/ Deputy Registrar of Companies/ Registrar of Companies
Registrar of Companies
ROC Mumbai

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

EMPIRE INDUSTRIES LIMITED

414 SENAPATI BAPAT MARGLOWER PARLE, NA, MUMBAI-400013, Maharashtra, India



176/TA/I

FRESH CERTIFICATE OF INCORPORATION CONSEQUENT ON CHANGE OF NAME

In the office of the Registrar of Companies, Maharashtra
(Under the Companies Act, 1956 (1 of 1956))

In the matter of * THE EMPIRE DYEING & MANUFACTURING COMPANY
LIMITED

I hereby certify that THE EMPIRE DYEING & MANUFACTURING
COMPANY, Limited, which was originally incorporated on SEVENTEENTH day
of OCTOBER 1900 under the @INDIAN COMPANIES Act,
(VI) OF 1882 and under the name THE EMPIRE DYEING & MANUFACTURING COMPANY
Limited

having duly passed the necessary resolution in terms of Sec.
21 of the Companies Act, 1956, and the approval of the
Central Government signified in writing having been accorded
thereto in the Regional Director, Company Law Board, Western
Region, Bombay letter No. RD:22(21)6/75 dated 27/6/1975, the
name of the said company is this day changed to "EMPIRE
INDUSTRIES LIMITED" ~~Limited~~ and this certi-
ficate is issued pursuant to Section 23(1) of the said Act.

Given under my hand at BOMBAY this FIRST
day of JULY 1975 (One thousand nine hundred
and Seventy Five).



V.M. Godbole
(V.M. GODBOLE)
Addl/Asstt. Registrar of Companies,
Maharashtra, Bombay.

Notes:

- 1* Here give the name of the company as existing prior to the change.
- 2@ Here give the name of the Act(s) under which the company was originally registered and incorporated.

E/3/10.

No. 176/TA/I

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CHANGE OF NAME**

In the Office of the Registrar of Companies, Maharashtra
(Under the Companies Act, 1956 (1 of 1956))

In the matter of
THE EMPIRE DYEING & MANUFACTURING COMPANY LIMITED

I hereby certify that THE EMPIRE DYEING & MANUFACTURING COMPANY LIMITED, which was originally incorporated on SEVENTEENTH day of OCTOBER 1900 under the INDIAN COMPANIES Act (VI) OF 1882 and under the name THE EMPIRE DYEING & MANUFACTURING COMPANY LIMITED having duly passed the necessary resolution in terms of Section 21 of the Companies Act, 1956, and the approval of the Central Government signified in writing having been accorded thereto in the Regional Director, Company Law Board, Western Region, Bombay letter No.RD:22(21)6/75 dated 27-6-1975, the name of the said Company is this day changed to "EMPIRE INDUSTRIES LIMITED" and this certificate is issued pursuant to Section 23(1) of the said Act.

Given under my hand at BOMBAY this FIRST day of JULY 1975 (One thousand nine hundred and Seventy Five).

The Seal of
The Registrar of
Companies,
Maharashtra

Sd/-
(V. M. GODBOLE)
Asst. Registrar of Companies,
Maharashtra, Bombay.

CERTIFICATE OF OF THE MEMORAN DUM AND
ARTICLES OF ASSOCIATION OF THE

*Empire Dyeing and Manufacturing
Company Limited.*

under Act No. VI of 1882 of the Legislative Council of India.

I CERTIFY that the above *Company* has been
incorporated *with* limited liability, and that it has been
this day duly registered pursuant to the provisions of the abovenamed Act.

ated at Bombay, this *seventeenth* day of *October* 1900.

M. G. Gadgil

Registrar of Joint Stock Companies,

Bombay.

Form No.3

CERTIFICATE OF REGISTRY OF THE MEMORANDUM AND
ARTICLES OF ASSOCIATION OF

THE EMPIRE DYEING AND MANUFACTURING COMPANY LIMITED

Under Act No.VI of 1882 of the Legislative Council of India.

I CERTIFY that the above Company has been incorporated with limited liability, and that it has been this day duly registered pursuant to the provisions of the abovenamed Act.

Dated at Bombay, this Seventeenth day of October, 1900.

The Seal of
The Registrar of
Joint Stock
Companies,
Bombay

M. W. GADGIL
Registrar of Joint Stock Companies,
Bombay.

Memorandum of Association
of
EMPIRE INDUSTRIES LIMITED

- | | | |
|----|---|------------------------|
| 1. | The name of the Company is "EMPIRE INDUSTRIES LIMITED". | Name of Company |
| 2. | The Registered Office of the Company will be situated in the State of Maharashtra within the jurisdiction of the Registrar of Companies, Maharashtra, Mumbai. | Registered Office |
| 3. | The objects for which the Company is established are the following: | Objects of the Company |
| | (a) To carry on the business of dyeing, bleaching, printing, combing, preparing, spinning, weaving, manufacturing, selling, buying and otherwise dealing in yarn, linen cloth and other goods and fabrics made from raw cotton, flax, hemp, jute, wool and other materials. | |
| | (b) To erect, maintain, alter, extend, purchase and sell factories, warehouses, engine houses, tanks, chawls and other buildings in Bombay and elsewhere in India. | |
| | (c) To acquire by purchase, lease, assignment or otherwise lands, tenements, buildings, easements, rights and advantages of any kind whatsoever and the same to re-sell, mortgage, let on lease or otherwise deal with. | |
| | (d) To purchase, re-sell, exchange and re-purchase, mortgage, let out on lease or for hire in India or elsewhere, machinery, engines, plant and materials; also cloth, yarn, cotton in process, raw cotton, jute, wool, silk, hemp and other fibrous articles; also drugs, chemicals, dyes, metals, stores and other articles and things; and also any patent for or licence for the user of any invention, instrument or appliance, or for the exercise of any method or process useful for the Company's business, and generally to purchase, take on lease or in exchange, hire or otherwise acquire, mortgage, let on lease or for hire any moveable or immoveable property and any rights and privileges which may be deemed necessary or convenient for the purposes of the Company's business. | |
| | (e) To undertake dyeing, bleaching or printing of yarn, cloth, cotton in process, raw cotton, silk, wool, jute, hemp and other fibres for any person or persons, firm or firms, company or companies at rates to be fixed by contract or otherwise by the Secretaries, Treasurers and Agents of the Company subject to the approval of the Directors. | |
| | (f) To adopt and carry into effect, with or without modification, the agreement referred to in clause 4 of the Company's Articles of Association. | |

- (g) To purchase or acquire the goodwill or any interest in any mill or business of a similar nature or kindred character to or with those of this Company and to amalgamate in whole or in part or effect any other arrangements with other companies, partnerships or persons.
- (h) To borrow or raise moneys or loans for the purposes of the Company by promissory notes, bills of exchange, hoondies and other negotiable or transferable instruments, or by mortgage, or by debentures or by debenture-stock, perpetual or otherwise, charged upon all or any of the Company's property (both present and future), including its uncalled capital, or in such other manner as may be deemed expedient, and to take money on deposit at interest or otherwise and to lend money to customers and others having dealings with the Company and to guarantee the performance of contracts by any such persons.
- (i) To create and issue ordinary, preference and guaranteed shares or stock, and to redeem, cancel and accept surrenders of any such shares or stock.
- (j) To open current or fixed accounts with any bank, bankers, shroff or merchant, and to pay into, and draw money from such accounts.
- (k) To make advances upon, or for the purchase of raw materials, goods, machinery, stores and other articles required for the purposes of the Company.
- (l) To invest the funds of the Company from time to time in Government securities or in other securities as may from time to time be determined by the Directors, and from time to time to sell or vary all such investments and to execute all assignments, transfers, receipts and documents that may be necessary in that behalf.
- (m) To pay a commission to or otherwise remunerate any company or person (whether an officer of this Company or not) for services rendered in placing or assisting to place any of the shares in the Company's capital or any debentures or other securities of the Company.
- (n) To act in conjunction with, unite or amalgamate with, create or constitute, or assist in creating or constituting any other company or association of a kind similar, wholly or partially, to this Company, and to buy up or absorb all or any part of the business or property of any such company or association.

- ¹(o) To acquire, purchase, take over and/or amalgamate business of companies which, under existing circumstances, from time to time may conveniently or advantageously be combined with the business of the Company; to amalgamate with companies whose businesses are so acquired purchased or taken over and/or to enter into agreements with the object of acquisition of such undertakings and/or business.
- ²(p) To carry on business of manufacturing, buying, selling, exporting, importing, bevelling, embossing, or otherwise treating, developing, processing or dealing in all kinds of glass, glasswares and glass materials including bottles, tumblers, jars, tubes, rods, sheet glass, bangles and other fancy and utility articles, crockery of all kinds, and every description, chemical glass, optical glass, crystal glass, laboratory, scientific and medical glass apparatus and requisites, glass bulbs and glass materials required for electricity, radio and other allied business and any other articles, goods and merchandise in which sand or the like are used as raw materials or otherwise.
- ²(q) To prospect, purchase, 'take on lease, hire or otherwise acquire and work, develop, manage, superintend, control lands containing sand or other minerals mines for the purpose of getting sand and other minerals for use in glass manufacture.
- ²(r) To erect, take on lease, hire or otherwise acquire and work, manage, superintend and control plants and machinery for refining sand for the purpose of the manufacturing activities of the Company and to utilise, sell or otherwise deal in refined sand.
- ²(s) To erect, construct, build, purchase, take on lease, hire or otherwise acquire and work, manage, superintend, control patent furnaces and annealing lehrs for the purpose of manufacturing, melting and cooling glass articles or otherwise as may be required for the purposes of the Company.
- ²(t) To erect, construct, build, purchase, take on lease, hire or otherwise acquire and work, manage, superintend, control factories, works, mills or machinery for the purpose of manufacturing all kinds of glass articles or otherwise as may be required for the purposes or objects of the Company.
- ²(u) To manufacture, produce, sell, purchase, distribute, and deal in glass, glasswares, glass substitutes of all descriptions and kinds, glass goods and products in all its branches.

- ²(v) To carry on the business of glass beveller, glass embosser, patent silverer, ecclesiastical lead worker, glass tablet, show card, looking glass and showcase manufacturer.
- ²(w) To erect, construct, build, purchase, take on lease, hire or otherwise acquire and work, manage, superintend, control any works, factories, workshops with or without suitable plant, motors, engines, furnaces, machinery and the like with a view to manufacture, produce, sell or otherwise deal in any articles, goods, merchandise, machinery or other things as may be required for the purposes or objects of the Company.
- ³(x) To carry on the business of iron founders, mechanical engineers, and manufacturers of all sorts and kinds of tools, implements, parts and spare parts of machinery and all kinds of machinery and tool makers, brass founders, metal workers, boiler makers, mill-wrights, machinists, iron and steel converters, smiths, metallurgists, dealers in all kinds of metal ores and minerals, smelters, founders and workers of ferrous and non-ferrous ore minerals and metals, gas makers, water supply engineers, pattern makers and woodworkers.
- ³(y) To acquire, manage and maintain or undertake the whole or any part of the business property and liabilities of any person, firm or company.
- ³(z) To undertake, transact and execute all and every kind of agency business.
- ⁴(aa) To apply for purchase or otherwise acquire any patents, licences and/or concessions conferring upon the Company right to use any invention secret or other information which may seem capable of being used for any of the purpose of the company or the acquisition of which may seem calculated, directly or indirectly, to benefit the Company.
- ⁶(ab) To enter into partnership or into any arrangement for sharing profits or carrying on any activity of the Company, which the Company is authorised to carry on.
- ⁴(ac) To enter into collaboration agreement to acquire technical know-how and/or any financial assistance and/or to acquire any plant or machinery and/or to manufacture and/or fabricate and/or produce and/or assemble any plant and/or machinery and/or equipment under any such collaboration agreement.

- ⁴(ad) To engage in any business so as directly or indirectly to benefit the Company.
- ⁴(ae) To lend money to or guarantee the contracts of or otherwise assist any person or company.
- ⁵(af) To export, import, buy, sell and deal in and with, whether as principals, agents, brokers, or otherwise, substances and articles of every kind or any description and to carry on all or any of the business of exporters and importers, buying and selling agents, wholesale and retail dealers in all and every kind of general produce, substance, goods, materials, merchandise and articles from in and to all parts of the world.
- ⁵(ag) To act as technical advisers or consultants or as market surveyors and/or to offer such services or technical know-how and/or management services to any company, body corporate, firm or person or persons.
- ⁶(ah) To subscribe or contribute or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national and social purposes.
- ⁶(ai) And generally to do all and everything which, is or may be in any way incidental or conducive to the carrying into effect all or any of the objects or any of them either on account of the Company alone or in conjunction with any other company, corporation, person or persons.
- ⁸(aj) Import, export, internally trade of all types of frozen foods or other food items from or to all over the world including marketing and distribution of frozen and chilled food, especially marine foods and meat products or any other frozen foods including cheese & other dairy products to hotels, restaurants, catering services and retail chains and others including import/export of salmon fish fillets and smoked salmon products along with other items like lamb products, duck products, pork products, truffle & caviar, chilian sea bass & black cod fish or any other food product(s) and to establish a cold chain distribution system throughout the country and to enter into partnerships with various distributors across the country to enable foods division to deliver products anywhere in India and to operate its own private custom bonded warehouse to keep in a duty free custom bonded warehouse till they are ready for sale and also re-packing and re-labeling of imported and local food products.

- ⁸(ak) To act as broker/commission agent in real estate activities including to collect or receive a fee, compensation, or valuable consideration, sells or offers for sale, buys or offers to buy, provides or offers to provide market analyses of, lists or offers or attempts to list, or negotiates the purchase, sale, or exchange of real estate; that negotiates the mortgage of real estate; that negotiates for the construction of a building on real estate; that leases or offers or rents or offers for rent real estate or the improvements on the real estate for others, as a whole or partial vocation; that engages in property advice & management as a whole or partial vocation; that sells or offers for sale, buys or offers to buy, leases or offers to lease, or negotiates the purchase or sale or exchange of a business, business opportunity, or the goodwill of an existing business for others; or that, as owner or otherwise, engages in the sale of real estate as a principal vocation and to deal in real estate sales across the country for residential and commercial properties in the primary and secondary markets in all categories, including luxury, premium, and affordable.
- ⁸(al) To carry on the business of establishment and running of business centres i.e. physical location that provides temporary office solutions for all types of entrepreneurs and organizations including to builds and manages flexible and customized fully furnished offices and provides complete business support services, meeting and conference room facilities that enable its clients to run their businesses without incurring massive start-up costs and overhead expenses and to provide a customized mix of products and services that deliver significant and measurable returns to its clients. The business centre service includes the various products and services are Video Conferencing, Business Lounges, Hot Desking, Executive Memberships, Day Office and others. The business centre provides premium fully furnished offices with customizable office configurations, modular furniture with plenty of in built storage, use of ergonomic chairs for comfortable seating and security systems.
- ⁸(am) To deal, buy, sell, rent, and lease vending machine range from snacks, beverages & perishable to sanitary pad vending machines.
- ⁸(an) To develop land /area for MSME's (Micro, Small and Medium Enterprises) and other industrial, residential sector.

- ⁸(ao) To buy, sell, manufacture, market, advertise, promote, export, import of all kinds of nutraceutical and hygiene products of wide ranges including dietary supplements, food additives, and other nutrient-enriched products and hygiene products offering health benefits to the user in tablets, capsules, soft gels, powders, injection medicines, ointments, liquid etc. and to deal with all four categories of nutraceutical products that include dietary supplements, functional food, medicinal food, and pharmaceutical etc.
- ⁸(ap) To carry on the business of providing solutions and services related to Web-Technologies, Internet and E-commerce, including to design, develop, maintain, operate, own, establish, install, host, provide, create, facilitate, supply, sale, purchase, licence or otherwise deal in Internet portals, Internet networks, Media Portals, Internet solutions, Internet gateways, Internet service providers, E-commerce, Web-site designing, Web based and Web enabled services and applications, E-commerce service provider, E-commerce solutions, E-commerce platforms, E-commerce education, E-commerce technologies and E-business solutions including to carry on the business to import and sell the products online through any website, online store and physical shop, showroom, factory outlets on B2B and B2C methods.

4. The liability of the shareholders is limited. Liability of subscribers
- ⁷5. The Authorised Capital of the Company is Rs.15,50,00,000/-(Rupees Fifteen Crores Fifty Lakhs) divided into 1,50,00,000 Equity Shares of Rs.10/- (Rupees Ten) each and 50,000 Cumulative Redeemable Preference Shares of Rs.100/- (Rupees One Hundred) each, with power to increase and reduce the Capital and to divide the shares in the capital for the time being into several classes and to attach thereto respectively any preferential, deferred, qualified or special rights, privileges, or conditions as may be determined by or in accordance with the regulations of the Company and to vary, modify abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the regulations of the Company. Authorised Capital

⁸ ***Inserted clause (aj) to (ap) by passing of Special Resolution at the Annual General Meeting of the Company held on 22nd September, 2023.***

We, the undersigned 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 shares in the Capital of the Company set opposite to our respective names:

Name of Shareholder	Address	No. of Shares	Witness
JOHN F. BRADBURY	Cumballa Hill	(1) One	H. REAU
W. H. BRADY	Cumballa Hill	(1) One	H. REAU
H. H. SMITH	Malabar Hill	(1) One	H. REAU
NOWROJEE COWASJEE POCHAJEE	Grant Road	(1) One	H. REAU
H. GANNON	Watson's Hotel	(1) One	E. CATLEY
WM. MOIR	Byculla	(1) One	E. CATLEY
ERNON B. F. BAYLEY	Malabar Hill	(1) One	H. P. BYRAMJI
Dated, 16 th October, 1900.			

End Notes:

1. Inserted by passing resolution at the Extra-Ordinary General Meeting of the Shareholders of the Company held on 11th October, 1966.
2. Inserted by passing Special Resolutions passed at the Extra-Ordinary General Meeting of the Company held on 28th September, 1967.
3. Inserted by passing of Special Resolution at the Annual General Meeting of the Company held on 7th May, 1971.
4. Inserted by passing of Special Resolution at the Extra-Ordinary General Meeting of the Company held on 16th June, 1972.
5. Inserted by passing of Special Resolution at the Extra-Ordinary General Meeting of the Company held on 18th December, 1972.
6. Inserted by passing of Special Resolution at the Annual General Meeting of the Company held on 2nd June, 1977.
7. The Authorised share capital of the Company was modified from time to time by passing requisite resolutions at the meeting of the members. The details of the modified authorized capital is stated below:

(Amount Rs.)

Date of Modification	Equity Share Capital	Preference Share Capital	Total Authorised Capital
	15,00,000/-	--	15,00,000/-
25/02/1967	1,00,00,000/-	40,00,000/-	1,40,00,000/-
26/06/1970	1,70,00,000/-	50,00,000/-	2,20,00,000/-
16/06/1972	2,00,00,000/-	50,00,000/-	2,50,00,000/-
02/06/1976	3,00,00,000/-	50,00,000/-	3,50,00,000/-
09/11/1984	4,50,00,000/-	50,00,000/-	5,00,00,000/-
21/11/1985	7,05,00,000/-	50,00,000/-	7,55,00,000/-
25/08/2006	15,00,00,000/-	50,00,000/-	15,50,00,000/-

8. Inserted clause (ai) to (ap) by passing of Special Resolution at the Annual General Meeting of the Company held on 22nd September, 2023.