

**THE COMPANIES ACT, 2013**  
**COMPANY LIMITED BY SHARES**  
**MEMORANDUM OF ASSOCIATION**  
**OF**  
**ATVO ENTERPRISES LIMITED**

**Table A- MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES**

1. The name of the Company is 'ATVO ENTERPRISES LIMITED.
2. The Registered Office of the Company will be situated In the State of Rajasthan.
3. (a). THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE
  1. To carry on the business of manufacturers, importers and exporters, indenting agents, Wholesale and retail dealers of hosiery goods of every kind, nature and description for Men, women and children including socks, shirts, stockings, sweaters, laces, vests, Underwears and so on and of all or anything which is used in hosiery goods, readymade garments, hosiery and textile fabrics of all kinds.
  2. To comb, prepare, spin, dye, twist, weave, bleach, print and deal in cotton, waste cotton, Staple fibre, artificial silk, rayon, nylon, polyester linen, flax, hemp, worsted, wool and Other natural and synthetic fibrous substances to weave or otherwise manufacture cloth, Silk, linen, mercerised yarn and other goods, fabrics, whether textile, felted, netted, or looped. To produce, manufacture, process or prepare and deal in yarns, threads, cloth of all kinds, knitted wear, hosiery, linen, readymade dress articles and other textile goods. And sell any such goods whether in wholesale or retail.
  3. To cultivate cotton and other natural fibres, to prepare, gin, clean, press and pack the same. To buy, sell and deal in raw or finished cotton, wool, jute, silk artificial silk, staple fibre, nylon, polyster and other natural and synthetic fibre, yarn, threads, cloth, knittedware, hosiery, readymade articles and other textile goods, in wholesale or in retail, either in on own accounts on commission basis.
  4. To carry on the business as dealers, imports., indenting, agent of machineries, equipments, plant, and all kind of assets required for the manufacture of the products of the company.
  5. To carry on the business of ginnerers of kappas, spinners, doublers, twistors, combers, weavers, knitters, finishers, bleachers, dyers, printers, mercers, processors, manufacturers, traders, importers and exporters of cotton, waste cotton, staple fibre, silk, artificial silk, rayon, nylon,

\*Altered clause 1, 3(a), 3(b), 4 and 5 vide special resolution Dated 17<sup>th</sup> December, 2024

**For Vandana Knitwear Limited**

  
**Authorised Signatory**

polyester, linen, flax, hemp, wool, worsted wool and other natural and/or synthetic fibrous substances, silk and artificial silk mercers and hosiers.

6. To carry on business as manufacturers, producers, processors, fabricators, importers, exporters, traders, buyers, sellers, retailers, wholesalers, suppliers, indenters, packers, movers, stockiest, agents, subagents, merchants, distributors, consignors, jobbers, brokers, concessionaires or otherwise deal in all kinds of fuel ethanol, and to deal in the by-products and joint products of fuel ethanol in India or elsewhere in the world.
7. To carry on the business of manufacturers, producers, processors, millers, preparators, dealers, exporters, importers of all varieties of pulses, paddy rice, bran, wheat, wheat products and all other kinds and types of agricultural produce whether commercial crops, food grains, oil seeds or otherwise, directly as principals or as agents representatives, commission agents and with a view there to acquire, construct and erect integrated pulses and paddy processing project with facilities to produce pulses, rice, rice bran, oil, vanaspatti ghee, cattle feed, husk and all other products of backward and forward integration and factory or factories for other products.
8. To undertake commercial agricultural activities including raising of crops and plantation and to process and manufacture all types of agro based products and to deal in, trade, export and import such agricultural products including crops, vegetable and dairy products.
9. To generate power by traditional and/or using, any latest technology for the captive consumption and also to distribute, sell such surplus generation if necessary to outsiders liquid, solid or gaseous, and petrochemicals of all kinds and to provide consultancy in respect of all or any of the aforesaid.
10. Wholesale of solid, liquid and gaseous fuels and related products.
11. To carry on the business of spinners, weavers, manufactures, producers, ginners, pressures, packers, balers, liners, cleaners, processors, doublers, combers, woolcombers, worsted spinners, woolenspinners, knitters, dyers, bleachers, calanderers, sellers, buyers, traders, brokers, stockists, importers, traders, mercisiers, distributors, barterers, shippers and dealers in waste threads, yarn fibres, fibres, suitings, shirting, including wastecotton, sarees, all kinds of dress materials, ready made garments including all fabrica linen, jute, hemp, wool, polyester, acrylics, silk, artificial silk, rayon, manmade synthetic fibre, fibre, staple synthetic yarn any other fibrous material, allied products by products and to treat and use any waste arising from any and manufacturing, production, processes and to carry bon the business of manufacturers, processors, pro jobbers, including doing the job work for others for others and getting the job work done from other designers, distributors, stockists, Importers, exporters, buyers, sellers and dealers of all of any of the products of fabrics and textiles, industrial fabrics, non wovenfabrics, sheets, tapes, ropes, cords, twines, canvas, territowels, durries, newar,

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parachutes, carpets, rugs, blankets, namdas/terapaulines, lines worsted stuff, and other products, as are prepared or manufactured from nylon, polyesters, acrylics, rayon, silk, artificial silk linen, cotton wool, foam and any other synthetic, artificial and natural fibres and intermediates of all types, grades and formulations and including specifically lasticsp, polyester fibres, polyacronitrile, polyvinyl acetate, polypropylene nylon and rayon.

12. To deal in immovable properties such as land and buildings or otherwise and to purchase, acquire, take on lease or in exchange or in any other lawful manner in India or abroad any area, land including agriculture land, plot, buildings, structures, factories, farm houses and estates, real estates or interest therein and any rights over or connected with them and to develop the same for sale on installments or otherwise, or for any other purpose by preparing building sites and by constructing, altering, improving, developing, promoting, decorating, furnishing, maintaining of heritage spots, hotels, resorts, malls, plazas, shopping malls, farm houses, complexes, commercial and residential buildings, colonization, multi storey offices, multiplex, amusement park, flats, gardens, houses, shops, showrooms and townships and to equip them or any part thereof with all or any amenities or conveniences thereon and by consolidating or connecting or subdividing properties and leasing or disposing of the same and to manage such land and buildings and to carry on the business as colonizers, developers to act as civil engineers, managers, advisers, consultants, planners, architects, designers, buildings experts, promoters, contractors, subcontractors of government, semi government, general contractors in the field of real estate in India or abroad and To carry on the business of apply, acquire, maintain any type of civil construction work viz roads, canals, dams, bridges, infrastructure items with any government or any authority, supreme, municipal, local or otherwise or from private sector by way of bid or tender.
13. To carry on the business of manufacture, trade, buy, sell, import, export, agent, distributor, C and F agent, processor, packer, consignor, contractor, turnkey contractor, consultants, liaison, quarry and deal in all and every kind of building materials, including gitty concrete, bajri, stones, cement, bricks, lime, tiles, earthen, kiln owner, ceramic wares, wall coverings, mud articles, paper machine articles, stones, cement, rodi, bajri.
14. To buy take on lease, sub lease or under licence, contract, concession, grant or otherwise acquire mines and mining rights any land or other place and metalliferous land and interest therein and explore, work, export, develop for the purpose of mining and minerals, minerals of economic, industrial importance in any part of the world.
15. To carry on the business as exporters, importers, buyers, purchase, sellers, traders, distributors, stockiest, franchise commission agents and agents, for all type of marketing and services, brokers, C and F agents, education, jewelry items, agency business industrial and consumer goods, provisions and foodstuffs, ceramic and ceramic items, glass, china wares, glass ware, porcelain wares, crockery wares, pottery, tableware, hotel wares, glass wares, sanitary wares, sanitary systems, decorative wares, earth wares, earth ware, cement glaze,

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For Vandana Knitwear Limited

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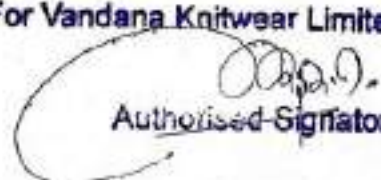


tiles, FMCG, dry fruits, pharmaceutical, stationary, gift items, handicraft paper and paper products, paintings, computers, ceramics, sanitary items, medicine, books, optical items, readymade garments, woolen suits, men and women wear, kids wear, textiles, fabrics, hosiery goods handicrafts, cotton, scarves, sarees, woolen items, pillow cover, bed cover, fibers of textile material whether agriculture or animal or natural products of manmade and other synthetic fibers and filaments and all kinds of textile machines, textile substances, handloom and power loom products, carpet, floor covering, furnishings, fabrics, durries all kinds of precious and semi precious stones, marbles, granites, glass, plywood, furniture, wood and wooden items, cement, steel, pipes, gem and jewelers, curious, plastic and plastic products toys, leather and leather goods, rice and other food grains and processed and preserved food, fresh food, plant seed dry fruits, eatable, all kinds of edible and non-edible oils, oil seed and their products, vegetables, vegetables products, dairy products, brewer, horticultural products, flowers, marine products and sea food, tea, tobacco and tobacco products, all kinds of electrical and electrical products, wires and cables, goods and appliances, engineering goods, auto parts and machinery parts, software, hardware, all kinds of cosmetic and toiletries items, all kind of shoe, chapels, ladies sandal, footwars, all kinds of iron, scalp salt and chemicals.

16. To do and carry on the business In India and elsewhere as manufacturers Producers, processors, formulators, Purchasers and sellers, exporters, and importers, merchants, distributors, traders, marketing and dealing in chemicals and basic drugs, drug intermediates, fine chemicals intermediates disinfectants, insecticides, pesticides, germicides, deodorants, detergents, cosmetics, petro- chemicals, Bio- chemicals preparations and elements, agricultural chemicals, organic- inorganic chemical, dyes and dyes intermediates varnishes, resins, essence, perfumes, plastic To spirit, sprays, alkalis, acids and salts.
17. To carry on the business of buying, selling, reselling, importing, transporting, Storing, developing, promoting, marketing or supplying, trading, dealing in any Manner whatsoever in all type of goods on retail as well as on wholesale basis in India or elsewhere. To Import and exports and manufacturing of all type of Items as Bicycle tyres and tubes, solid tyres, bicycle parts, rims, bicycle chains, Saddles, rubber solutions, rubber of all kinds and all rubber products, motorcycle Tyres and tubes, motor cycles parts, off highway tyres and tubes, Agricultural tyres, ATV tyres, lawn and mining tyres, passengers Vehicle tyres and tubes, truck tyres and tubes, radial tyres of all kinds, Nylon cord, steel wires, Rubber chemicals, import and export of all machines, equipment for any industry.
18. To construct, build, establish, erect, promote, undertake, acquire, own, operate, transport, equip, manage, renovate, reconstruct, develop, set up, turn to account, maintain, keep, operate and run multiple food processing units for manufacturing, processing, preparing, preserving, refining, buying, selling and otherwise dealing in any manner in all type of food and food related products including cereals, spices, masala, beverages, dairy products, milk products, convenience foods and processed foods of all kind and every description and providing incidental and ancillary services in relation thereto, and to act as buyer, seller, stockiest, distributors, importer, exporter, or otherwise to deal in all sorts of food grains, commodities, vegetables, fruits, edibles, vegetarian and non-vegetarian food products and similar goods and

\*Altered clause 1, 3(a), 3(b), 4 and 5 vide special resolution Dated 17<sup>th</sup> December, 2024

**For Vandana Knitwear Limited**

  
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to establish, promote, develop, manage multiple brands, trade name and trademarks in relation to the business of the Company for dealing in food articles, food products, fast moving consumer goods and other consumer products and for such purpose to act as a brand owner, licensee, franchisee, representative or distributor and/ or otherwise.

**3(b). MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE 3(a) ARE :**

1. To produce, trade, dispose off or engage in the manufacture of all types of metallic and nonmetallic packing materials and accessories for the aforesaid object.
2. To start, establish, run or hire out workshops, machine shops, tool rooms or other facilities for repairs, maintenance, conversion, alteration, servicing of machines, equipments, tools, accessories and parts and to trade in stock, sell, import, export, let on hire and deal in all machines, implements, tools accessories and spare capable of being used or deemed necessary for the business of the company.
3. To provide comprehensive engineering services in all the areas of Company's activities including drawing, technical advice, erection, fabrication construction, supervision, commissioning, testing, repairing, maintaining of equipments, tools and machines and all other services deemed necessary for the business of the company.
4. To acquire, lease, hire or purchase any running concern carrying on the same or similar business or business as covered by the object clause A above.
5. To enter into any partnership or any agreement for sharing profit, union of interest co-operation, joint venture, reciprocal concessions or otherwise, either in part or whole with any person or company or companies, foreign or otherwise, carrying or about to carry on or engaged in any business or transaction capable of being conducted so as directly or indirectly to benefit this company.
6. To apply for, purchase or otherwise, acquire any patents trademarks' brevet d' inventions, Licenses, concessions, protections, rights, privileges, and the like conferring any exclusive or non exclusive or limited rights to any secret or other information as to any invention which may seem capable of being used for any of the purposes of the company or the acquisition of which may seem directly or indirectly useful or beneficial to the company or may appear likely to be advantageous or useful to the company and to use, exercise, develop or grant licenses privileges in that respect or otherwise turn to account, assist, encourage and spend money in making to account, assist, encourage and spend money in making experiments test Improvement of any inventions, patents and right, which the company may acquire or propose to acquire.
7. To establish appoint, regulate and discontinue offices, branches agents, representatives, distributors, wholesalers, or retailers in all such places in India or abroad as the company

**\*Altered clause 1, 3(a), 3(b), 4 and 5 vide special resolution Dated 17<sup>th</sup> December, 2024**

**For Vandana Knitwear Limited**

  
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may from time to time determine for carrying out all or any of the company's objects and to act as agents for others.

8. To purchase, take on lease or in exchange, hire, contract or otherwise acquire any movable or immovable property or any right privileges or concessions which the company may think necessary or convenient for the purpose of its business.
9. To purchase, own, take, on lease or in exchange, or otherwise acquire and undertake all or any part of the business, rights, privileges, property and liability of, and to amalgamate or enter into partnership with or enter into any arrangement of sharing profits, union of interest, co-operation, joint venture, reciprocal concessions or otherwise with any company in India or abroad having object all together or in part similar to those of the company, and to lend money to guarantee the performance of contracts of or subsidies or otherwise assist any such company for such considerations and on such terms as may seem expedient.
10. To amalgamate with any company or companies having objects altogether or in part similar to those of the company or any other company subject to the provision of the companies act, 1956.
11. To construct, maintain, alter or acquire any building, godowns or works necessary or convenient for the purpose of the company.
12. To sell, improve, manage, develop, exchange, lease, mortgage, and dispose off, turn to account or otherwise deal with all or any part of the undertaking, property, investment and rights of the company.
13. To invest or deal with the money not immediately required with or without interest or security, including in current deposit accounts with any banks leasing company financial institution, insurance company, or any other person upon such terms, condition and manner as may from time to time be determined and to receive money on deposit or loan upon such terms and condition as the company may approve, provided the company shall not do any banking business as defined under banking regulation act 1949.
14. To borrow or raise or secure the payment of money from any bank or banks financial institutions, or any other persons or persons for the purpose of company's business in such manner and on such term and with such right, power and privileges as the company may think fit and particularly by the issue of or upon bonds, debenture, bills of exchange, promissory notes, or other obligation or securities of the company and with a view to hypothecate and or in any way encumber or create charges on the undertaking and all or any of the immovable and movable properties, present or future, and all or any of the uncalled capital for the time being of the company and to purchase, redeem or pay of any such securities.
15. To guarantee the payment of money, secured or unsecured by or payable under or in respect of bonds, debenture stocks, contracts, mortgages, charges, obligation and other securities of any company or any authority, central, state, municipal, local or otherwise or

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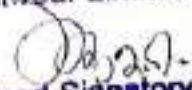
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any person whomsoever, whether incorporated or not and generally to transact all kinds of guarantee business, to guarantee issue of or the payment of interest on the shares, debentures, debenture-stock or other securities or obligation of any company or association and to pay or provide for brokerage, commission and underwriting, in respect of any such issue and to transact all kinds of trust and agency business in which the company is authorised to carry on business.

16. To draw, make, accept, endorse, discount execute and issue promissory notes, hundies, bill of exchange, bill of lading warrants, debenture and other negotiable and transferable instrument subject to banking regulation act, 1949.
17. To purchase, acquire, hold and dispose off, or otherwise deal and invest in any shares, Debenture and other securities in or of any company or companies, real estate or properties either out of its own funds or out of funds that the company might borrow by issue of debentures or from bankers or otherwise howsoever in any other manner as to whatsoever provided that the investment are made out of surplus funds or for advancing the main object of the company.
18. To establish, work and maintain for the use of the company's directors, officers and employees, suppliers, Customers or others, hotels, rest rooms, guest houses, restaurants refreshment rooms, theatre, cinema, musical dancing and dramatic performance and entertainments, games outdoor and indoor, hospitals and dispensaries, college, school and training and cultural institution, markets and shops, laundry, newspapers, periodicals journals and books, libraries and such others.
19. To establish and support or aid in the establishment and support of associations, institutions, clubs, societies, funds trust and conveniences calculated to benefit employees or ex- employees of the company or the dependents or subject to the provision of the companies act to subscribe or guarantee money for any charitable, national, religious benevolent, general or useful object or fund or for any purpose which may likely, directly or in directly further the objects of the company or in the interest of its members or of the general public in distress.
20. To lend money to such persons or companies and on such terms as may seem expedient, and in particulars to customers and others having dealings with the company and to guarantee the payments for and/or the performance of contract by any such persons, firms or companies but the company will not carry on any banking business as defined in the banking regulation act, 1949,
21. To invest and deal with monies of the company not immediately required in such manner as may from time to time be determined.
22. To distribute among the members of the company dividends including bonus share, fractional share certificate out of profit or accumulated profit or funds and resources of the company in any manner permissible under law.

\*Altered clause 1, 3(a), 3(b), 4 and 5 vide special resolution Dated 17<sup>th</sup> December, 2024

**For Vandana Knitwear Limited**

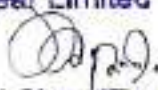
  
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23. To allot share in this company to be considered as fully or partly paid up for payment or for consideration of any service or property whatever description which the company may require.
24. To open branches in India or elsewhere and to get the company registered in any foreign country and adopt such means of making known to the public the business or the product of the company as may seem expedient and in particular by advertising in the press, electronic, video or any other media, any by issue of circulars and publication of books and periodicals.
25. To payout of the funds of the company all costs, charges and expenses preliminary and incidental to the promotion establishment and registration of the company.
26. To provide for the Welfare of employees or ex-employees including directors and ex-directors of the company and the wives and families of the dependents by building or contributing to the building of dwelling houses of quarters, to grant money pension, gratuities, allowances, bonus, profit sharing bonus or benefit or any other payment by creating and from time to time subscribing or contributing to provident fund institution, profit sharing or other schemes or trust and by providing or subscribing or contributing towards places of instruction and recreation, hospital, and dispensaries, medical and other attendance or assistance as the Company shall deem fit.
27. To acquire real estates or leasehold estates, quarries and to purchase. Lease, construct or otherwise acquire or provide in any place in which Any part of the business of the company may from time to time be carried on, all such office warehouses, workshops, building, engines, appliances, plant and machinery as may be considered requisite and essential for the purpose of carrying on the business of the company or any part thereof
28. To act as consultants, importers, exporters, indentors, agents, representatives, distributors of local and foreign firms and enter into collaboration arrangements with local or foreign firms with or without equity participation as may be feasible/necessary.
29. To establish and maintain branches, agencies, representative office, etc., at anyplace or places in India or other parts of the world for the conduct of the business of the company or for the purchase and sale of any goods, merchandise, material articles and things required or dealt in or manufactured by or at the disposal of the company.
30. To employ or otherwise acquire the services of technical experts engineers, mechanics, foremen or skilled and unskilled labour for any of the purposes or business of the company.
31. To let on lease any machinery plant, building and equipment of the company for the Tole being the property of the company or property erschwimba acquired in du Course, whether as a whole or part by part, to any person, firm or company to th best advantage of the company.
32. To insure with any person or company against losses, damages risks and liabilities of any kind which may affect the company either wholly or partly.

\*Altered clause 1, 3(a), 3(b), 4 and 5 vide special resolution Dated 17<sup>th</sup> December, 2024

**For Vandana Keitwear Limited**

  
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33. To open and keep a register or registers in any country or countries where it may be deemed advisable so to do.
34. To vest any real or personal property or interest acquired by or belonging to the company in any person or company on behalf of or for the benefit of the company and with or without any declared trust in favour of the company subject to section 49. of the companies act.1956.
35. Subject to provision of the section 78 of the companies act, 1956 to place, to reserve or otherwise apply as the company may from time to time think fit, any moneys received by way of premium on shares or debentures issued at a premium by the company and any money received in respect of dividends accrued on forfeited shares.
36. Subject to the provision of the companies act. 1956, to indemnify members, officers directors and employees of the company or persons otherwise concerned with 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 damages or losses or misfortune whatever which shall happen in the execution of the duties of their office or contract and/or in relation thereto. To promote and/or oppose legislative and other measures, affecting the industry, trade and commerce and manufacture within constitutional means.
37. To train or pay for the training in India or abroad of the company's directors, members, officers, employees or any candidate in the interest of or for the furtherance of the Company's objects.
38. To apply for, tender, offer bids and execute agreements, purchase or otherwise acquire, contracts, sub-contracts, and concessions for all any of them and to undertake, execute, carry out, dispose of or otherwise turn to account the same and to sub-let all or any contract from time to time and upon such terms and conditions as may be thought expedient at that time.
39. To agree to refer to arbitration, disputes present or future between the company and other individual, firm, company, local body, government and quasi judicial authorities and to submit the same to arbitration to any arbitrator in India or abroad and either in accordance with Indian or any other foreign system of law.
40. To establish or maintain or procure the establishment and maintenance of any contributory or non-contributory pension or super-annuation funds for benefit of, and give or procure the giving of donation s gratuities, pensions, allowances or emoluments to any persons who are or were at any time in the employment or service of the company or of any company which is a subsidiary of the company, or is allied or associated with the company or with any such subsidiary company, or who are or were at any time director officer of the company or of any such other company as aforesaid and the wives, widow, families and dependents of any such persons, and also establish and subsidies and subscribe to any institution, including in particulars any cafeterias, canteens or club funds calculated to be for the benefit of or to advance the interest and well-being of the company or any other

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For Vandana Kishore Limited

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company as aforesaid and make payments to or towards the insurance of any such person as aforesaid and do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.

41. To establish provide maintain and conduct or otherwise subsidise research laboratories and experimental work shops for scientific and technical researches and experiments, to undertake and carry on scientific and technical researches, experiments and tests of all kinds, to promote studies and researches, inventions by providing subsidising, endowing to assisting laboratories, workshops libraries lectures, meetings and conference and by providing and contributing to the award of scholarship, prizes, grants to student or otherwise or generally to encourage, promote and reward studies researches, investigation, experiments, test and invention of any kind that may be considered likely to assist any business which the company is authorised to carry on.
42. Subject to the provision of the companies act, 1956 or any other enactment in force, to indemnify and keep indemnified officers, directors, agents and servants of the company against proceeding, cost damages claims and demands in respect of any thing done or omitted to be done by them for and in the interest of the company and for any loss damage, or misfortune whatever and which shall happen in execution of the duties of their office or in relation thereto.
43. To apply for, promote and obtain any act of parliament, charter, privileges, concessions, license, or authorisation of any government, state or municipality, provisional order or license of any authority for enabling the company to carry any of its object into effect or for extending any of the powers of the company or for effecting any modifications of the constitution of the company or for effecting any modifications of the constitution of the company or for any other purpose which may seem calculated directly or indirectly to promote the interests of the company.
44. To invest and deal with the surplus moneys of the company in such manner as may from time to time be expedient or be determined by the board of directors.
45. To mortgage, hypothecate, pledge, all or any of the property whether movable or immovable of any description whatsoever and other valuable securities of the company.
46. To subscribe for take or otherwise acquire, and hold shares-stock, debentures or other securities of any other company having objected altogether or in part similar to those of the company.
47. To sublet all or any contracts from time to time and upon such term and conditions may be thought expedient.
48. To invest money of the company in the security of or in the requisition of any stock, bonds, debentures, stock, obligation or second sell, undercompany corporation and generally to subscribe for secure hold sell, underwrite invest corporate exchange and deal in shares, stock, bonds, debentures or securities of any government of public authority or company.
49. To apply for, promote and obtain any act of parliament, charter privilege, concession, license or authorisation of any government, state or municipality, provisional order or license of the board of trade or other authority for enabling the company to carry out any of its object into effect or for any other purpose which may seem expedient and to oppose any

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**For Vandana Knitwear Limited**

  
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proceedings or applications which seem calculated directly or indirectly to prejudice the interest of the company.

50. To employ officers, clerks, agents, field officers, canvassers, branch officers, auditors labourers and other servants and brokers or commission agents and to pay or provide for the payment of them of such salaries, commission, brokerage or remuneration as may be found fit expedient necessary or desirable.

51. To apply to become a member of any recognised stock-exchange in India or abroad if so permitted or allowed. To apply to become and to become a member of any other such organization, institution, association, body corporate trust, etc., this is set up to deal in shares debentures and all kind of securities anywhere in India or abroad.

4. The liability of the members of the company is limited, and this liability is limited to the amount unpaid if any, on the shares held by them.

5. The Authorized Share Capital of the Company is Rs. 20,00,00,000/- (Rupees Twenty Crores only) divided into 20,00,00,000 (Twenty Crores only) Equity Shares of Rs. 1/- (Rupee One only) each.

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For Vandana Knitwear Limited

  
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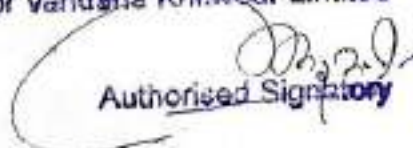


6. We, the several persons, whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of this memorandum of association, and we respectively agree to take the number of shares in the capital of the company set against our respective names:

S. No.	Signature, name, addresses, description and occupation of the subscribers	No. of Equity shares taken by each subscriber	Signature, name, addresses, description and occupation of the Witness
1	Sd/- N. Murali S/o Shri B. Narayana Rao, Plot No. 96B, 3/6, Behind Krupa Apartments, Naredmet, Hyderabad - 500556, Occupation - Service	1 (One)	I witness both the subscribers Sd/- N. Ramu S/o N.S. Rao Basement Sapphire Complex, 5-9- 88/1&2 Chapel Road, Hyderabad - 500001 Chartered Accountant
2	Sd/- RPS Hari Prasad S/o Late P. Krihnamurthy Sastry, 30-3/18, Kanasiguda, Military Dairy Fram Road, Secunderabad-500015, Occupation- Service	1 (One)	
3	Sd/- B.V. Ramna Rao S/o Late B. Krishna Murty H.No. 1-1-421/1/A, Gandhi Nagar, Hyderabad- 500380 Occupation: Business	1 (One)	
4	Sd/- G.V. Subba Rao S/o Late G. Venkata Rao B7/F3, Vijaynagar Colony, Hyderabad-500457	1(One)	

\*Altered clause 1, 3(a), 3(b), 4 and 5 vide special resolution Dated 17<sup>th</sup> December, 2024

For Vandana-Knitwear Limited

  
Authorized Signatory

Occupation - Business		
5	Sd/- G. Silva Prasad Reddy S/o Late G.K. Reddy 124, Srinagar Colony Hyderabad-500873. Occupation- Business	1 (One)
6	Sd/- G. Ramakrishna Reddy S/o Late Rama Reddy 1-6-249/18, Friends Colony, B7/F3, Ramnagar, Hyderabad-500048 Occupation- Business	1(One)
7	Sd/- R.C. Bhargava S/o Late S.P. Bhargava 303, Apsara Apartment, Maruti Nagar, Hyderabad- 500673 Occupation- Business	1(One)
Total No. of Equity Shares Taken		7 (Seven)

Date: 17.12.2024

Place : Bhilwara

\*Altered clause 1, 3(a), 3(b), 4 and 5 vide special resolution Dated 17<sup>th</sup> December, 2024

For Vandana Kulkarni Limited

29.  
Authorized Signatory