

THE COMPANIES ACT, 2013

A COMPANY LIMITED BY SHARES MEMORANDUM OF
ASSOCIATION OF SARASWATI SAREE DEPOT LIMITED

1ST The name of the company is "SARASWATI SAREE DEPOT LIMITED". *

2ND The Registered office of the company will be situated in the State of Maharashtra within the jurisdiction of Registrar of Companies, Pune

3RD a) THE OBJECT TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**

1. To carry on the business of buyers, sellers, traders, manufacturers, agents, importers, exporters and agents and to work as depot agency stockists and dealers in all kinds of sarees and garments made from cotton, jute, flex, hemp, silk, raw, silk, artificial silk, wool, rayon, nylon, terylene polyester, rexine, synthetic yarn, synthetic fibre, staple fibre and any other natural synthetic or man-made fibre and blends or fibrous substances and materials, textiles, fabrics.

2. To venture into and carry on the business of development of real estate projects including acquisition, sale, construction, leasing, renting and management of residential, commercial, industrial, and mixed-use properties; to undertake development of land, building, housing projects, integrated townships, and related infrastructure such as roads, drainage, utilities, and facilities; and to act as builders, developers, contractors, promoters, lessors, lessees, investors, agents, consultants, and advisors in connection therewith.

b) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECT SPECIFIED IN CLAUSE 3RD [a] ARE:

3. To enter into agreements and contracts with India or foreign individuals. Companies or other organizations for technical or any other assistance for carrying out all or any of the objects of the company.

4. To enter into contracts, agreements or other arrangements with brokers, consultants, financial advisors and banks or with such other agencies, individuals, companies, associations or boards in and outside India, as may be required by the company.

5. To establish and maintain any agencies/local branches offices in India or any part of the world or to enter into any contracts or arrangements with individuals, companies, associations or boards in India and elsewhere for the conduct of the business of the company.

6. To advertise, exhibit, broadcast and adopt, other means of promoting or making known the activities of the company in any way as may be expedient including advertising in the press, radio or television, posting of bills, issue of circulars, book, catalogs, pamphlets and price lists and the conducting of competitions, exhibitions, demonstrations and the giving of prizes, rewards and donations and also the employment of door to door sales persons or other advertising or marketing methods to ensure the familiarity of the general public, in and outside India, of the business of the company.



For Saraswati Saree Depot Limited


Director/Authorised Signatory

7. To apply for purchase or otherwise acquire and protect, prolong and renew any trademarks. Trade names, copyrights, designs, secret processes patents, patent rights, protections, concessions, licenses and the like, which may appear likely to be advantageous or useful to the company and to spend money in experimenting and testing and improving or seeking to improve any patents, copyrights, inventions or rights which the company may acquire or propose to acquire or develop.
8. To acquire from any person firm or body corporate or unincorporated, whether in India or elsewhere, technical information, knowledge, process engineering. manufacturing and operating data, plant layouts and blue prints useful for the design, erection and operation of the business of the company and to acquire any grants or licenses or other rights and benefits in the aforementioned matters and things.
9. To enter into partnerships or any agreements for shifting profits, union of interest, co- operations, joint ventures, reciprocal concessions or otherwise, either in part or in whole, with any person, firm, association, board or company or companies, foreign or otherwise. Carrying on or about to commence or engaged in, any business or transaction.
10. To enter into agreements with any Government or other authority. municipal, local or otherwise and to obtain from any such Government or other authority any rights, privileges and concessions which may seem conducive to the company's objects or any of them and to carry out exercise and comply with any such arrangements, rights, concessions and privileges.
11. To apply for, tender, purchase or otherwise acquire any contracts and concessions for or in relation to the construction, erection, equipment, improvement, management, administration. or control or works and conveniences and to undertake, execute, carry out, dispose of or otherwise turn to account the same.
12. To buy, sell, hire, rent or enter into any other arrangements or contracts for the purchase, sale, hire or renting of all movable properties of the company.
13. To buy, obtain on lease, exchange hire or otherwise acquire lands, flats, space or buildings and other immovable properties including shops, stalls or other establishments to carry on the business of the company and to sell, lease, mortgage or hypothecate or otherwise dispose of all or any of the properties and the assets of the company on such terms and conditions as the case the company may think fit.
14. To amalgamate with any company or companies having the objects altogether or in part similar to those of this company.
15. To pay all the costs, charges and expenses of, and incidental to the promotion, formation. registration and establishment of the company and the issue of its capital, including any underwriting, or other commission, brokers fees and charges, in connection therewith, including costs, charges, expenses, of negotiations contracts and arrangements made prior to and in anticipation of the formation and incorporation of the company.
16. To remunerate (by cash or other assets, or by the allotment of fully or partly paid up shares, call or options or shares, debentures, debenture stocks or securities of this or any other company or in any other manner) whether out of the company's capital, profits or otherwise, to any person or firm or company, for services rendered or to be rendered in introducing any property or business to the company or placing or assisting to place or guaranteeing the subscription of any shares, debentures, debenture stock or other securities of the company or for any other reason which the company may think fit.
17. To identify members, officers. directors, agents, and servants of the company against proceedings, costs, damages, claim and demands in respect of anything done by them for and happen on execution of the duties of the office or in relation thereto.

18. To undertake and execute any trusts, the undertaking whereof may seem desirable to the company either gratuitously or otherwise.
19. To open any kind of account in any Bank and to draw, make, accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments or securities.
20. To lend, advance or deposit monies belonging or entrusted to, or at the disposal of the company, to such person(s) or company(ies) and in particular, to customers and other having dealings with the company, with or without security, upon such terms as may be thought proper and to guarantee the performance of contracts by such person(s) or Company (ies) but not to do the business of banking as defined under the Banking Regulation Act, 1949.
21. Subject to the applicable provisions Companies Act, 2013, as amended, to borrow or raise money, with or without security, in such manner as the company may think fit, and in particular, by the issue of debentures or debenture stock convertible into shares of this or any other company and on the security of any such money so borrowed, raised or received to mortgage, pledge or charge the whole or any part of the property, assets or revenue of the company. Present or future, including its uncalled capital and to purchase, redeem or pay off any such securities, but not to do the business of banking as defined under the Banking Regulation Act, 1949.
22. To invest and deal with funds of the company not immediately required, upon such security and in such manner, as may from time to time be determined.
23. To acquire shares and securities of any company and to sell, hold, reissue, with or without guarantee, or otherwise deal with the same.
24. To make advance upon or for the purchase of materials, goods, machinery, stores, and other articles or services required for the conduct of the business of the company.
25. To sell, mortgage, assign or lease and in any other manner deal with or dispose of the undertakings or properties of the company or any part thereof, whether movable or immovable, for such consideration as the company may think fit and in particular for shares, debentures or other securities of any other company having objects altogether or in part similar to those of this company.
26. To improve, manage, work, develop, alter, exchange, mortgage, lease, turn to account, abandon or otherwise deal with all or any part of the properties, rights and concessions of the company.
27. To provide for the welfare of the employees or ex-employees of the company and wives, widows, families or dependents or concessions of such employees or ex-employees, by building or contributing to the building of houses, dwellings or by grant of money, pensions, gratuity, bonus payment towards insurance or other payment or by creating from time to time, subscribing or contributing to adding or supporting provident funds or trust or conveniences and by providing or subscribing or contributing towards, places of instruction or recreation, hospitals and dispensaries, medical and other attendances and other assistance as the company shall think fit.
28. To support, subscribe, contribute or otherwise assist or guarantee money to any charitable, benevolent, religious, social, scientific, rational or other institution or subjects for any public or general or useful objects.
29. To undertake, promote, encourage, assist and engage in all kinds of research and development work and set up laboratories and other facilities required for the same.

30. Subject to the provisions of the Companies Act, 2013, to distribute any of the properties of the company, amongst the members of the company, in species or otherwise, in connection with the winding up of the company.

31. To give guarantee or indemnity for the payment or the performance of any obligation or undertaking.

32. To give any guarantee in relation to the payment of any debentures, debenture stocks, bonds, obligations or securities and to guarantee the payment of interest thereon or of individuals on any stock or share of the company.

33. To employ experts to investigate and examine the condition, prospects, value, character and circumstances of any business concerns and undertaking and generally of any assets, property or rights.

34. To receive, hold and take charge of monies lodged as margins on commercial operations.

4TH The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

5TH The Authorized Share Capital of the company is Rs. 41,00,00,000/- [Rupees Forty One Crores only], divided into 4,10,00,000 Equity Shares of Rs. 10 / - [Rupees Ten each only].***

Notes:

*change in clause 1 i.e deletion of word '**Private**' in the name clause is made pursuant to resolution passed in general meeting held on 8th March 2023 for conversion of Company from Private Limited to Public Limited .

change in clause 3(a) is made by adding a 'manufacturing**' activity in main object clause, pursuant to resolution passed in general meeting held on 8th March 2023.

***change in clause 5 is made pursuant to resolution passed in general meeting held on 8th March 2023 for increase in authorize capital from Rs 10,00,000 (Rs. Ten Lakhs only) to **41,00,00,000 (Rs. Forty one crores only)**

****change in clause 3(a) is made by adding an additional object in the object clause, pursuant to resolution passed through postal ballot concluded on 1st January 2026.



For **Saraswati Saree Depot Limited**

Director/Authorised Signatory