

THE COMPANIES ACT, 2013

MEMORANDUM OF ASSOCIATION

OF

ADITYA VISION LIMITED  
(COMPANY LIMITED BY SHARES)

- I. The Name of the company is **ADITYA VISION LIMITED**.
- II. The Registered Office of the company will be situated in the **State Of Bihar**.
- III. The Objects for which the company is established are:

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

1. To carry on the business of traders, distributors, dealers, stockists, importers, exporters, agents including carrying and forwarding agents, merchants, processors, producers, manufacturers of all kinds of electronics, electrical and home appliances goods including, Audio/Video system, Television, Compact Disk, Player, Computer, Calculator, Data Processor, Medical device, Refrigerator, Washing Machine, Air Conditioner, Fan and Exhaust System, Geyser, Heater, Food Processor.

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

1. To enter into agreement or agreements with any person, firm, association, body corporate, company whether in India or abroad for obtaining grants, licenses or other terms, formula, ingredients, rights and benefits, technical information, know-how and expert guidance, equipments and machinery for the production and manufacturers of and/or for having marketing arrangement including advertisement, propaganda, canvassing, education in respect of the articles and things mentioned in main objects.
2. To buy, sell, manufacturers, repair, alter and exchange, let on hire, export and deal in all kinds articles and things which may be required for the purposes of any other business which the company is entitled to carry on, or which may be commonly supplied or dealt in buy persons engaged in any such business, which may be seen capable of being profitably dealt with in connection with any of the said business.
3. To enter into arrangement for and/or acquire from any person, firm, association or body corporate, whether in India or elsewhere and/or obtain technical collaboration and to render technical service, information, process engineering know-how, manufacturing and operating data, plans, lay outs and blue-prints useful for the design, construction, erection and operation of plant required for the forgoing businesses of the company and to acquire any grant and/or license/patent rights/goodwill and all other rights and benefits in the foregoing matter by adjustment, payment or reciprocal basis.
4. To take agencies of any firm, company or companies within India or abroad and likewise to appoint agents distributors, dealer for its own business.
5. To provide training or pay for training in India or abroad of any of the company's officers or employees or any candidate in the interest or for furtherance of the company's objects.
6. To undertake and execute any contract for works of construction involving design supply or use of any ancillary and other works comprises in such contracts, in which the company is authorised to carry on business in India or abroad.
7. Subject to section 391 to 394 of the Act, to amalgamate with any other company having objects altogether or in part similar to those of the company.
8. To enter into partnership or into any arrangement for sharing profits, union of interests, joint venture, reciprocal concession or any part of the business property, assets and liabilities of any person or persons or company or companies carrying on, or engaged in or about to carry on or engaged in or being authorised to carry on or engaged in, any business or transaction which the company is authorised to carry on or engaged in, any business or conduct so as to directly or indirectly benefit the company.

9. To purchase, take on lease or in exchange, hire or otherwise acquire or to improve, manage, develop any free hold or other property or any estate or interest whatsoever and any rights, privileges or easements over or in respect of any property, buildings, offices, factories, mills, works, wharves, machineries, engines, vehicles, plants, stocks or things and any real or personal property or things or rights whatsoever which the company may think necessary or convenient for the purpose of its business or may enhance the value of any of the property of the company.
10. To sell, lease, mortgage or otherwise dispose of the property, asset or undertaking of the company either wholly or in parts for such consideration as the company may think fit and to particular for shares, stocks, debentures or other securities of any other company, whether or not having objects altogether or in part similar to those of the company.
11. To act as merchants, traders, commission agents, carriers or in any other capacity in India, overseas or elsewhere, and to import, buy, sell, barter exchange, pledge, make advances upon or otherwise deal in goods, produce articles and merchandise, in which the company is authorised to carry on the business and for the purpose of the company's business to establish or acquire and carry on offices, trading station, factories, stores and depots either in India, overseas or elsewhere to purchase lease or otherwise acquire, carry on, develop and improve any business, real or personal property or any undivided or other interest whatsoever therein respectively.
12. To adopt such means of making known the products of the company as may seem expedient and in particular by advertising to the press, by circulars, by purchase and expedient and in particular by advertising to the press, by circulars, by purchase and exhibition of works of art of interest, by publication of books and periodicals and by granting prizes, rewards and donations subject to section 293 A of the Act.
13. To advertise for personal, materials, components, machines and goods required in connection with the business of the company or otherwise.
14. To engage in production, manufacture and preparation of any other materials which may be usefully and conveniently combined with the general trading and manufacturing business of the company in which the company is authorised to carry on business.
15. To sell or let on hire purchase agreement or otherwise all kinds of goods, wires and merchandise generally dealt in by the company and to enter into hire purchase agreement with hires or purchases.
16. To subscribe or take or otherwise acquire and hold shares, stocks, debentures or other securities of any other company having objects altogether or in part similar to those of the company or carrying on any other business so as directly or indirectly to benefit the company.
17. To open bank accounts and to deposit, draw, make, accept, endorse, discount, execute and issue cheques, promissory notes, bills of exchange, bills of lading, warrants, and other negotiable or transferable instruments.
18. To pay for any rights or property acquired by the company and to remunerate any person or company whether by cash payment or by allotment of shares, debentures or other securities of this company credited as paid up in full or part or in any other manner whether out of the company's capital or profit or otherwise.
19. To invest or deal with the monies of the company not immediately required in any manner such as investment in lands, real estate, bullions, whether converted in coins, ornaments or not, jewellery, precious metals and/or stones, government securities including IVP, KVP, NSC, Bonds, etc. either in name of the company or in any other name or names and to buy or sell shares, stocks, debentures and lands and to build house and quarters on such lands and/or repair, develop and put to performance as required, as such buildings, for the purpose of carrying on the business of the company and for purpose to develop and turn to account any land in which the company is interested and in particular by laying out and preparing the same for building purposes, construction, alternation, pulling down, maintaining, fitting up and improving buildings and by painting paving, drawing, cultivating, letting on building lease or building agreement and by advancing money to and entering into contract and arrangement of all kinds with builders, tenants and others.
20. To lend, advance money or give credit to any person or company on such terms as may be expedient and in particular to customers and others dealing with the company and to guarantee the performances of any contract or obligation and the payment of money of or by any such person, firms or companies and generally to give guarantees and indemnities, providing that the company shall not carry on business of banking as defined by the Banking Regulations Act, 1949.
21. Subject to the provisions of the Companies Act, 1956 to borrow or raise money or to receive money on deposit or loan at interest or otherwise in such manner as the company may think fit and in particular by the issue of debenture, perpetual or otherwise including debentures convertible into shares of this company or perpetual annuities, and in securing of any such money 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 by special assignment or otherwise to transfer or convey the same absolutely or in trust and to give the lenders powers as may seem expedient and to purchase, redeem or pay off any such securities.

22. To apply for, purchase or otherwise acquire prolong and renew and to expend money in experimenting upon, testing or improving or seeking to improve whether in India or elsewhere any patents, patent rights, brevets, inventions, trade marks, designs, licenses, protections, concessions and the like conferring any exclusive or non exclusive or limited right to their use or any secret or other information as to any invention, process or privileges which may seem capable of being used for any of the purposes of the company or the acquisition of which may seem calculated directly or indirectly to benefit the company and to use, exercise, develop, manufacture, undertake or grant licenses or privileges in respect of or otherwise turn to account the property, rights or information so acquired and to carry on any business in any manner connected therewith.
23. To enter into any arrangements with any Government or authorities, supreme, municipal, local or otherwise or any person or company that may seem conducive to the objects of the company or any of them and to obtain from any such Government authority, person or company any rights, privileges, charters, contracts, licenses and concessions which the company may think it desirable to obtain and to carry on, exercise and comply therewith.
24. To pay out of the funds of the company all costs, charges and expenses which the company may lawfully pay for the promotion, formation, registration and establishment of the company.
25. To undertake the payment of all rent and the performance of all covenants, conditions and agreements contained in and reserved by any lease that may be granted or assigned to or be otherwise acquired by the company and to purchase the reversion or otherwise acquire the free hold or all or any part of the lease hold lands and buildings.
26. To aid, pecuniary or otherwise any association, body or movement having an object of solution, settlement or surmounting of industrial or labour problems or troubles for the promotion of industry or trade, but not to act as trade union.
27. In the event of winding up, distributing among the members of the company in specie or in kind any property or any proceeds of sale or disposal of any property of the company subject to the provisions of the Companies Act, 1956.
28. To do all such other things as are incidental or as the company may think conducive to the attainment of the objects or any of them.
29. To create any depreciation fund, reserve fund sinking fund, insurance fund, or any other special fund whether for depreciation or for repairing, improving extending and maintaining any of the property of the company or for any other purposes conducive to the interest of the company.
30. To subscribe, contribute grant money to any charitable benevolent, religious, social, scientific, national or other funds, institutions or objects, and to any individual or body unless otherwise prohibited by law.
31. To refer all questions, disputes or differences arising between the company and other person whatsoever (other than a Director of the company) in connection with or in respect of any matter relating to the business or affairs of the company to arbitration in such manner and upon such terms as the company and such other person may mutually agree upon in each case and such reference to arbitration may be in accordance with provisions of the Indian Arbitration Act.
32. To print and publish newspaper, periodicals books, leaflets, that the company may think desirable for the promotion of its objects and to adopt such means of making known the business and products of the company or deal with by the company as may seem expedient and in particular by advertising in press by circular by purchase and exhibition of work of art of interest by publication of books and periodicals.
33. To arrange for and to act as contractor and caterers to conferences, exhibitions, seminars and shows of all kinds, board or other meetings of companies, corporations bodies, corporate or any other association of persons.
34. To produce, manufacture, purchase, sell and otherwise deal in generator set, motor water pump, electric motors and other allied products.
35. To carry on business as producers, importers, exporters, buyers, sellers, distributors, stockists, dealers and agents of ferrous and non-ferrous metals, including alloys and preparation of various products of the materials including rolled, fabricated cast and pressed and extruded items.

36. To carry on the business of manufacturers and dealers in chemical goods, preparation distillers, dye makers, metallurgists.
37. To manufacture, manipulate, fabricate, repair, buy, sell, import, export and deal in all kinds of paper goods and products thereof wholly or partly manufactured there from.
38. To manufacture and/or deal in all sorts of instrument and electronic products.
39. To operate electronic data processing service bureaus involving use of electronic data processing instruments of various types and makes.
40. To deal in shares, securities, stocks whether quoted on Stocks Exchange or not.
41. To act as commission agent, liaison agent, broker, carriers, clearing and forwarding agent for and on behalf of any firm, company, body corporate, person or persons for promoting business thereof with the government department, local authorities, any other firm, company, person or persons either on fixed remuneration or on certain percentage of the volume of business or otherwise.
42. To Import, export, buy, sell or otherwise deal in preserved meat of all types and in all forms and other animal products.
43. To manufacture, import, export, buy, sell or otherwise deal in milk and dairy products all flavors, extracts, chemicals and all other products used for and in connection with the manufacturer of ice cream and other milk and dairy products.
44. To carry on the business as hoteliers, moteliers, hotel proprietors, hotel managers and operators, refreshment contractors and caterers, restaurant keepers, refreshment room proprietors, milk and snack bar proprietors, cafe and tavern proprietors, lodging house proprietors, ice-cream merchants, sweetmeat merchants, milk merchants, bakers, confectioners, professionals, merchants, licensed victuallers, wine and spirit merchants, blenders and bottlers.
45. To build, manage, run or control cold storage and freezing house and to carry on the business of Manufacturers, producers, processors, importers, exporters, traders, distributors, stockists, buyers, sellers, agents, merchants and/or dealers in Ice, Ice Creams, Milk Products such as Cream, Butter, Ghee, Cheese, Condensed Milk.
46. To produce, manufacture, purchase, prepare, import and generally deal in refrigerator, cold storage plant, ice- plant, ice chest, ice vehicle, ice bag, ice container, cold chest, and morgue.

IV. 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.

V. **The Authorized Share Capital of the Company is ₹ 15,00,00,000/- (Rupees Fifteen crore only) divided into 15,00,00,000 (Fifteen crore) Equity shares of ₹ 1/- each (Rupees one only).\***

*\* Substituted by an Ordinary Resolution approved by the shareholders in the Annual General Meeting held on Friday, August 02, 2024.*

We, the several persons, whose name and address 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 our respective names.

Name, Address and description of subscriber	Signature of Subscriber	Number of Equity shares taken by each subscriber	Name, Address and description of witness
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1. Sunita Sinha  
W/o  
Yashovardhan  
Sinha  
R/o 37, Sri  
Krishna  
Nagar, Patna 800  
001  
(Stock Broker)

Sd/- Sunita  
Sinha

10 (Ten)  
Equity Shares

Witness to all :

sd/- Nirma Kumar  
Maitin  
S/o Late Ram Chandra  
Prasad  
New Colony,  
Chitragupta nagar,  
Kankarbagh  
Patna 800 020  
(Chartered  
Accountants)

Vijay Shanker  
Tiwary, S/o Sri  
Chandra Mohan  
Tiwary  
R/o 196 /B, Sri  
Krishna Nagar,  
Patna-800 001  
(Business)

Sd/- Vijay  
Shanker  
tiwary

10 (Ten)  
Equity Shares

20 (Twenty) Equity Shares

Place : Patna

Dated : This 29th day of March, 1999