THE COMPANIES ACT, 2013

MEMORANDUM OF ASSOCIATION

OF

CALLISTA INDUSTRIES LIMITED

OF

A COMPANY LIMITED BY SHARES

TABLE A

I. ***The name of the Company is **"CALLISTA INDUSTRIES LIMITED".**

Altered vide Special Resolution passed in Postal Ballot held on 06th September, 2017.

II. The registered office of the company will be situated in the State of Maharashtra i.e. within the Jurisdiction of Registrar of Companies, Mumbai.

Altered vide Special Resolution passed in Extra-Ordinary General Meeting held on 04thMarch, 2017.

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

1. **To carry on in India or elsewhere the business to undertake development of infrastructure work on build, operate and transfer basis as contracted from the Central Government, various State Governments, Union Territories, cantonments ,local authorities ,gram panchayats, autonomous bodies, and other Government departments and to develop ,construct, run repair, maintain, decorate, improve, remodel, build, operate and manage roads, bridges, highways, railways, waterways, gas lines, airports, docks, ports, jetties, gardens, public places, buildings, and other structures, developments, utilities etc and to operate and transfer the same to the Government as per agreement and to do all other acts and things as may be necessary from time to time and the business of builders, real estate-developers, contractors, sub-contractors, dealers and by advancing money to and enter into contracts and arrangements of all kinds with builders, tenants, occupiers and others, land development, service apartments, serviced plots, constructions of residential and commercial premises including business center and offices, securing lands, private or Government for formation and development of town ships, and to deal in

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P. S. Jha
Director

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Director

and act as agents for lands, buildings, factories, houses, flats and other residential and commercial plots,and construct/maintain and alter residential, commercial, industrial plots and properties and sale or lease them out by providing with all modern amenities and development thereof and securing capital, funds and raising loans for construction and advancing to other organizations for similar purposes.

*****Altered vide Special Resolution passed in Extra-Ordinary General Meeting held on 04th March, 2017***

2. ****To undertake business of assisting, advising and guiding customers to purchase clothes and accessories online and offline, act as aggregator tying up with e-commerce companies and companies doing business offline to sell their goods and products and get commission out of the sale and act as personal stylist online and offline, suggest customers to buy products online andoffline, help them decide what to wear on different occasion and manufacture, sell, import, export and trade in clothes and accessories of all types and kind through online and offline medium. Act as Costume Stylist and Designer to provide services in Television Industry, Films, Celebrity Styling, Web Series, Television Commercials (TVC), Photo Shoots. Create own Clothing and Accessories Brand, open own stores and also act as distributors for other brands.

*******Altered vide Special Resolution passed in Postal Ballot held on 06th September, 2017.***

3. To Carry on the business of selling and or purchasing, export and or import and act as agents. representatives of Manufacturers, Dealers, Merchants, Importers, Exporters, Traders, contractors, where housemen and undertake to buy, sell, barter, exchange, stock or make advance upon or otherwise deal in goods, stores, consumable articles, merchandise or properties of any kind and dispose off the same in any place and to transact every Kind of agency business.

4. To carry on all or any business of manufacturers of industrial or domestic batteries of all Kinds including maintenance free, automotive, tubuler, photovaltic etcand to trade, export, import batteries of any make whether of own production or of others.

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Director

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Director

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5. To carry on all or any business of manufacturers, processors, traders, exporters/importers of all electric items including bulbs, tubes, cables, industrial or domestic fans. Transformers, switchgears, motors, of any size and shape, pumps and all connected spares and components thereon.

6. To Carry on all or any business of manufacturers, processors, Traders, exporters/importers in garments including leather and textile.

7. To carry on alt or any business of manufacturers, Processors, traders, exporters/importers in computer hardware, Software, telecommunication equipments internet services, export/import of professionals, consultancy in any field of management both technical and non-technical.

8. To carry on all or any business of leasing, hire purchase, offering corporate guarantees, Bill discounting, lending of monies with or without securities and such other financial services, consultancy and to accept Fixed Deposits from various persons as per the provisions of Section 58 A of the Companies Act,1956.

9. To develop and turn to account any land acquired on ownership basis or on lease or tor development purposes by the Company or in which the Company is interested and in particular by laying out and preparing the same for building purposes, Constructing, altering, pulling down, decorating maintaining, furnishing, draining, Farming, cultivating and selling land or buildings or letting land buildings, lease or building agreement. and by advancing money to and entering into contracts and arrangements of all Kinds with buyers, builders, tenants and others both on outright and on instalment finance.

10. *****To carry on the business of manufacture, processors, designers, buyers, sellers, exporters, importers and/or otherwise, dealers in all kinds of card board packing, corrugated packing, pillow packing, plastic packing, polythene packing, gunny bags, containers, bottles, hollow wares, whether made of plastic or any man-made fibre, leather or of other material including high and low density polythene,

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poly propylene plastic, P.V.C. chemical and other man-made fibrous materials, used in manufacture of card board packing, corrugated packing, plastic packing, polythene packing, gunny bags, containers, bottles, hollow wares.

11. *****To carry on business as manufacturers, producers, dealers importers, exporters, traders, retailers, for all kinds of packaging allied products made out of paper, plastic, foils, Decoration, printing on paper sheets and allied products for food packaging, commercial, industrial, Government or public use.

********Altered vide Special Resolution passed in Annual General Meeting held on 18th February, 2025***

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

1. To render assistance to buy, sell, import, prepare for market and deal in merchandise of all kinds.

2. To receive deposits and borrow, raise or secure the repayment of any money so borrowed or raised, on any terms thought fit by the Company and particularly to mortgage or charge all or any of the property or assets of the Company present or future.

3. To advance subject to the provision of the Banking Regulation Act, 1949, deposit or lend money, securities, and properties to or with any Company, body corporate, firm, person or association with or without security and on such terms as may be determined from time to time.

4. To acquire or amalgamate with any other Company whose objects include objects similar or those of this Company, whether by sale or purchase (fully or partly paid up shares or otherwise) of the undertaking, subject to liabilities of this or any such other Company as aforesaid, with or without winding up or by sale or purchase (for fully or partly paid up shares or otherwise) of all the shares or stock of this or any other Company as aforesaid, or partnership or in any other manner.

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Director

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Director

5. To carry out and enter into all types of public/private contracts in connection with the Main objects.

6. To obtain any act of legislature, order, license and the like for enabling the Company to carry out any of its objects into effect or for effecting any modification of the Company's constitution or for other purpose which may seem expedient and to oppose any proceedings or application which may seem calculated directly or indirectly to prejudice the Company's interest.

7. To pay all the costs, charges and expenses of and incidental 10 the promotion and formation, registration and establishment of the Company and the issue of its capital including costs, charges, expenses of negotiations and contracts and arrangements made prior to and in anticipation of the formation and incorporation of the Company

8. Subject to the Banking Regulations Act, 1949 to draw, make, issue, accept and to endorse, discount and negotiate promissory notes, Hundis, bill of exchange, bills of lading, delivery orders, warrants, ware house-keepers certificates and other negotiable or commercial or mercantile instruments connected with the business of the Company

9. To open account or accounts with any individual, firm or Company or with any bank or banks and to pay into and to withdraw moneys from such account or accounts.

10. To invest, apply for and acquire or otherwise employ moneys belonging to or entrusted to or at the disposal of the Company upon securities and shares with or without security, upon such terms as may be thought proper and from time to time to vary such transactions in such manner as the Company may think fit.

11. To lend or deposit moneys belonging to or entrusted to or at the disposal of the Company to such persons or Company and in particular 10 customers and others having dealings with the Company with or without security, upon such terms as may

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P.S. [illegible]
Director

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Director

be thought proper and to guarantee the performance of contracts by such person or Company, but not to do the business of banking as defined in the Banking Regulation Act, 1949.

12. To incur debts and obligations for the conduct of any business of the Company and to purchase on hire goods, materials or machinery on credit or otherwise for any business or purpose of this Company

13. To make advances upon or for the purchase of materials, goods, machinery, stores and other articles required for the purpose of the Company

14. To sell, mortgage, assign or lease and in any other manner deal with or dispose off the undertaking or property 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 and other securities of any other Company having objects altogether or in past similar to those of this Company

15. To improve, manage, work, develop, alter, exchange, lease, mortgage, turn to account, abandon or otherwise deal with all or any part of the property, rights and concessions of the Company

16. To distribute any of the property of the Company amongst the members in cash, specie or kind upon the winding up of the Company

17. To create any depreciation fund, Reserve Fund, Insurance fund or any other special fund whether for depreciation or for repairing, improving, extending or maintaining any of the property of the Company or for any other purpose conducive to the interests of the Company

18. To receive necessary deposit or loan and borrow or raise money in such a manner as the Company shall think fit subject to the provision of Sec. 58A and other relevant provisions of the Companies Act, and in particular by mortgage or by the issue of

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debentures, perpetual convertible or otherwise, charged upon all or any of the Company's property (both present and future) including its uncalled capital and purchase, redeem or pay of any such securities.

19. To receive grants, advances or other moneys or deposits or otherwise from state or central Governments, banking or other companies, institutions, trustees, or individuals without allowance of interest thereon provided that such receiving shall not be for the purpose of banking business.

20. To invest and deal with the moneys for the Company not immediately required in such manner as may from time to time be determined.

21. To advance, deposit or lend money, securities and properties, to or with any Company, body corporate, firm, person or association with or without security and on such terms as may be determined from time to time. However, the Company shall not carry on the Business of Banking as defined under the Banking Regulations Act, 1949.

22. To carry out financing services including factoring, making of loans both short and long term including to industrial enterprises.

23. ******To amalgamate, absorb, merge, demerge with one or more than one Company or body corporate, enter into foreign or Indian, technical, and/ or financial collaboration, partnership or in to any arrangement, for sharing of profits, union of interest, co-operation, joint venture, reciprocal concession, or with any person, firm, corporation or Government or Company carrying on, engaged in or about the carry on or engaged in any business, undertaking or transaction which the Company is authorized to carry on or engage in or any business, undertaking or transaction which may same capable of being carried on or conducted, so as directly or indirectly to benefit the Company and to lend money, to guarantee the contracts or otherwise assign any such person, firm or Company and to take or otherwise acquire and hold shares securities of any such persons, firms or companies, to sell, hold reissue with or without guarantee or otherwise deal with the same.

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P. S. Jai
Director

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Director

24. ******To let on lease or on hire the whole or any part of the real and personal property of the Company on such terms as the Company all shall determine. To either into such arrangements as the Company may think proper with any public authority for building chawls and tenements either for the employees of the Company or others and upon such terms as the Company may think proper.

25. ******To invest surplus moneys of the Company not immediately required any form of investments which may be considered desirable including investment in shares or debentures of other companies and from time to time vary any such investment.

26. ******To sell, dispose off or transfer the business, property and undertaking of the Company or any part thereof for any consideration which the Company may deem fit to accept and in particular for shares' debentures, stock, bonds, or securities, or any other Company having objects altogether or in part similar to those of this Company, to promote any other Company or companies for the purpose' of their acquiring the property, rights and liabilities or this Company

***Altered vide Special Resolution passed in Extra-Ordinary General Meeting held on 27th March, 2024.**

******Altered vide Special Resolution passed in Annual General Meeting held on 18th February, 2025**

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

*******Altered vide Special Resolution passed in Annual General Meeting held on 18th February, 2025**

V. The Authorised Share Capital of the Company is Rs. 10,00,00,000/- (Rupees Ten Crores Only) divided into 1,00,00,000 (One Crore) Equity Shares of Rs. 10/- (Rupees Ten only) each.

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Director

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Director