MEMORANDUM OF ASSOCIATION

OF

PRIDE HOTELS LIMITED

I. The name of the Company is **PRIDE HOTELS LIMITED.**

II. The Registered Office of the Company will be situated in National Capital Territory of Delhi and Haryana.

III. The objects for which the Company is established are:

(A) THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION: -

1. To carry on the business of Hotel, Restaurant; Cafe, tavern refreshment room and boarding and lodging house keepers, licensed victuallers, wine, beer and spirit merchants, brewers, malsters, distillers, importers and exporters of mineral and artificial waters and other drinks, purveyors and esterers for public amusements generally.

2. To Provide lodging and boarding and other, facilities to the public including tourists, visitors and other delegates coming to India from foreign countries, and to members of delegation and missions from foreign countries and to/encourage and carry on and facilitate tourists trade in India.

(B) OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS:-

3. To establish and conduct hotels and other like and allied businesses in Bombay or elsewhere in India.
4. To purchase, erect or otherwise acquire and equip any other hotel in Bombay or elsewhere in India.
5. To make advances and loans against such securities as the company may deem proper and sufficient.
6. To finance against such securities, as the company may deem proper and sufficient any trade, commerce or industry and to any person, firm, company, cooperative society or any other association, subject to the statutes in force.
7. To act as tourist advisers and to arrange and conduct sight seeing, instructional and industrial or any other tours and excursion for customers or persons doing business with the Company or for others generally.
8. To own, equip, maintain and work omnibuses, lorries and motor cars and other vehicles or means of transport appropriate for carriage of passengers and of goods and to construct garages and stores houses and other building for housing, fuelling and the repair of such vehicles, the storage of fuel and other oils and substances required for the working of such vehicles and to establish and conduct petrol pumps and service stations for such vehicles; to establish and conduct car parks or places for parking of cars and vehicles.
9. To arrange for and to act as contractors and caterers to conferences, exhibitions, seminars and shows of all kinds or other meetings of companies, corporations, bodies corporate or any other unincorporated bodies or associations of persons.
10. To establish, manage and conduct refreshment rooms, and depots for the sale of bread, biscuits and other farinaceous goods and products, tea, coffee, cocoa, milk, aerated and mineral waters, cordials, tobacco, cigars, cigarettes, confectionery, cakes, buns, potted meats, table delicacies and any other provisions, foods or drinks.
11. To acquire and undertake the whole or any part of the business, assets, goodwill and liabilities of any person or company carrying on any business which the Company is authorised on and to acquire and possess any property of any person or company suitable for the purposes of this Company.
12. To do export and import business in different kinds of machinery spare parts and accessories, merchandise commodities and articles of commerce, industry and agriculture.
13. To carry on the business of dealers in textile goods, perfumery, silken and woolen garments ladies and gents tailoring, dealers in novelty. Ivory and other goods, and as general merchants, garage proprietors, livery-stable keepers, jobmasters, farmers, dairy men, ice-merchants, importers and brokers of food, live and dead stock and

foreign produce of all cigar merchants, business of foreign money changers, travel agents for railway, shipping and airways and road transport corporations, companies or bodies and carriers, theatrical and opera box office proprietors, entrepreneurs and general, agents and as proprietors conducting safe deposits vaults and to carry or business of running night clubs swimming pools, bakery and confectionery and any other business which can be conveniently carried on in connection therewith.

14. To establish and maintain agencies and branches and appoint representations in any part of the world for the conduct of the business of the Company or for the purchase, sale or exchange either for ready delivery or future delivery, of all types of machinery, merchandise, commodities, goods, wares, materials, products, articles and things required for or dealt in our manufactured by or at the disposal of the Company and to transact all kinds of agency business.

15. To carry on business or purchasing and selling immovable property in any part of the world, of any description and tenure whatsoever.

16. To invest and deal with the moneys and funds of or entrusted to the Company in 'the purchase of immovable and securities in any part of the world and to vary such investments and transactions and to lend and advance moneys in any part of the world on real personal and mixed securities, on cash or other accounts, on policies, bonds; debentures, bills of exchange, promissory notes and letters of credit, on deposit of title deeds, goods, wares and merchandise, on Bills of Sales; Bills of Lading, Railway Receipts, delivery orders warehouseman's and Wharfinger certificate, notes, dock warrants or other mercantile Indicia, or tokens and on bullion-stock and shares or without any security whatsoever, and to guarantee the performance of contracts by any person firm or Company.

17. To purchase, take on lease or underlease or otherwise acquire, in any part of the world land, buildings, mills, work, factories, machinery and plant required for the business of the Company and to erect and build works factories and plant in any part of the world.

18. To undertake the payment of all rents and the performance of all covenants, conditions and agreements contained in and reserved by any lease or under- lease that may be granted or designed to or be otherwise acquired by the Company.

19. To purchase or otherwise' acquire, in any part of the world lands, houses, buildings, and hereditaments' and to acquire in any part of the world by purchase exchange, lease, underlease or otherwise either for on estate. In fee simple or for any less estate Whether immediately or reversionary and whether vested or contingent any lands, tenements and hereditaments of any tenure whether subject or not to any charges or incumbrance and to erect and maintain, building thereon, and to sell alienate assign, demise, sub-demise, mortgage, charge or otherwise deal with all or any of the lands, tenements or hereditaments of the Company.

20. To win, work convert and dispose of any mineral property of the Company in any part of the world.

21. To apply for, purchase or otherwise acquire, protect, prolong or renew in any part of the world, sell let or grant any patents, patent rights, brevets d'invention, licences, protections, concessions and the like offering any exclusive or limited rights to any secrets, or other information which may seem capable of being used for any of the purposes of the Company or the acquisition or granting of which may seem directly or indirectly, to benefit the Company and to use exercise, develop and manufacture, or grant licences or privileges in respect of or otherwise turn to account any patents, property rights, inventions, secrets, or information so (acquired and to spend money in experimenting upon testing improving or seeking to improve the patents, property rights inventions, secrets or information so acquired or proposed to be acquired.

22. To enter into any arrangement with any Government or State or authority, in any part of the world that may seem conductive to the Company's objects or any of them and to obtain any such Government or State or Authority any rights, privileges and concessions which the Company may think desirable to obtain and to carry out and comply with any such arrangement and to exercise, dispose of or otherwise turn to account any such rights, privileges, and concessions.

23. To enter into partnership, or into arrangement for sharing or pooling profits, amalgamation, union of Interests, co-operation, joint venture, reciprocal concessions or otherwise with any person or firm or company carrying on or engaged in, or about to carry on *or* engage in, any business or transaction which this Company is authorized to carry on or engage in or any business, undertaking or transaction which may seem capable of being carried on or

conducted so as directly or indirectly to benefit this Company or to amalgamate with any other Company having objects altogether or in part similar to those of this Company to lend moneys to, guarantee the contracts and undertake the liabilities of or otherwise assist any such person, firm or company and to place, take or otherwise acquire or be interested in, hold, sell, deal in and dispose of any moveable or immoveable property, shares, stocks, debentures and other securities of any such Company. The Company shall not carry on banking business as defined in Banking Company Act.

24. To promote, form and register and aid in the promotion formation and registration of any company or compounds in any, part of the world, for the purpose of acquiring all or any of the property rights and liabilities of this Company or of any other person, firm or Company or for any other purposes which may seem directly or indirectly calculated to benefit this Company and to transfer to any, such Company any property of this Company and to be interested in or to take or otherwise acquire, hold, sell or otherwise dispose of moveable and immoveable properties, shares, debentures and other securities in or of any such Company for all or any of the objects mentioned in this Memorandum and to subsidise or otherwise assist any such Company and to undertake the management and secretarial or other work, duties and business, of any such Company on such terms as may be arranged.
25. To acquire and hold shares in any company and to pay for any properties rights or privileges acquired by this company either in shares of this Company or partly in shares and partly in cash or otherwise and give shares or stock of this company in exchange for shares and stock of any other company.
26. To, assist any company, financially or otherwise, by issuing or subscribing for or guaranteeing the subscription and issue of capital, share, stock, debentures, debenture stock or other securities of any Company notwithstanding that there may be liability thereon.
27. To undertake, arrange, negotiate and carry out sales or purchases by or at auction or otherwise of moveable and immoveable property in any part of the world.
28. To demise, let out or sublet the property of the Company.
29. To establish factories and workshops for the purpose of any of the business of the Company in any part of the world.
30. To manufacture or get manufacture' articles used for any trade by setting up the necessary plant and machinery for the same with all accessories in any part of the world.
31. To acquire any contract, hire, lease, under-lease, exchange, purchase, mortgage, or otherwise in any way and in any part of the world, land or field for erecting buildings or industrial or agricultural plant and/or for any industrial or agricultural plant and/or for, any industrial or agricultural purposes.
32. To open current, overdraft, loan, cash credit or deposit account or accounts with any bank, company, firm or person.
33. To draw, make, accept, endorse, negotiate, discount, execute, and issue cheques, promissory notes, bills of exchange, hundies, bills of lading, warrant's, debentures and other negotiable, or transferable or mercantile instruments and to buy, sell and deal in the same.
34. To borrow, raise or secure the payment of money or to receive on deposit at interest or otherwise and at such time or times as may be thought fit by promissory notes or deposit receipts or by taking credits in or opening current loan or overdraft accounts with any bank, company, firm or person and whether with or without any security or by such other means as the Directors may in their absolute discretion deem expedient and in particular by issue of debentures or debenture stock convertible in/to shares and in security for any such money so borrowed, raised or received or for any such debentures stock as issued, to mortgage, pledge or charge the whole or any part of the property, assets and revenue of the Company, both present and future including its uncalled capital, by special assignment or otherwise or to transfer or convey the same absolutely or in trust and to give hinders power of safe and other powers as may scorn expedient to purchase, redeem or pay off any such securities.
35. To mortgage pledge or charge the property, assets and revenue of the Company both present and future including its uncalled capital as security for a debt of third parties.
36. To sell or in any other manner deal with or dispose; of the business, undertaking or property of the Company or any part thereof for such consideration as the Directors may think fit and in particular for moveable or immoveable

properties, shares, debentures, and other securities any other company having objects altogether or in part similar to those of this company.

37. To make donation to such person or institutions either by cash or any other assets as may be thought directly or indirectly conductive of any of the Company objects of otherwise expedient and in particular to remunerate any person or Corporation introducing business to this Company and to subscribe or contribute or otherwise assist or guarantee money to charitable, benevolent, religious, scientific, national, public or any other institutions objects and purposes or for any exhibition and to establish and support or and in the establishment and support of associations, instructions, funds, trusts and conveniences for the benefit of the employees or ex-employees or of persons having dealings with the Company or the defendants, relatives or connections of such persons and in particular friendly or other benefit societies and to grant scholarship, for technical, commercial or educational training, pensions, allowances, gratuities and bonus either by way of annual payments or a lump sum and to make payment towards insurance and to form and contribute to provident and benefit funds to or for such persons.

38. To place to reserve or to distribute as dividend or bonus among the members or otherwise to apply as the Directors 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 moneys received in respect of dividends accrued on forfeited shares and money arising from the sale by the Company of forfeited shares or from unclaimed dividends or moneys.

39. To remunerate or make donation to (by cash or other assets or by the allotment of fully or partly paid shares or by a call or option on shares, debentures debenture stocks or securities of this or any other Company or in any other manner whether out of the Company's capital or profits or otherwise) any person firm of the Company's capital or profits or otherwise) any person firm or Company for services rendered or to be rendered in introducing any property of business to the Company or in placing or assisting to place or guaranteeing the subscription or any shares, debentures, debenture stock or other securities of the Company or for any other reason which the Directors may think proper.

40. To Pay a share in the profits of the Company or commission or brokerage to brokers, sub-brokers, agents or any other Company firm or person, including the servants of the Company as may be thought fit.

41. To procure the incorporation, registration or other recognition of the Company in any country, state or place in any parts of the world and to establish and maintain local registries and, branch places of business therein.

42. 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 and under writing or other commissions, broker's fees and charges in connection therewith and to remunerate (by cash or other assets or by the allotment of fully or partly paid up shares, preference or otherwise and upon such terms and conditions as to payment of dividend and voting rights as to the Company's Directors may deem fit or by a call or obtain and shares, debentures, debenture stock or securities of this or any other company or in any other manner whether out of the Company's capital or profits or otherwise) any person or firm or company for services rendered, to be rendered in introducing any property or business to the company; or in placing or assisting to place or guaranteeing the subscription of any shares, debentures, debenture stock or other securities of the Company or in or about the formation of promotion of the Company or for any other reason which the company may think proper.

43. To sell, improve, alter, manage, develop, assign, demise, sub-demise, exchange, mortgage, dispose of, turn to account or otherwise deal with, all or any part of the moveable and immoveable property, assets and generally the resources and underwriting in such manner and on such terms as the Directors may think fit.

44. To act as executors, administrators and trustees and to undertake and execute trusts of all kinds, whether private of public including religious or charitable trusts and generally to carry on what is known as trustees and executors business and in particular and without limiting the generally of the above to act as judicial or custodian trustees, trustees for the holders of debentures and debenture Stock and to act as receivers, liquidators, agents, guardians of the property of minors, committee of the property of incompetents, depositaries and treasurers and generally to transact all kinds of trust, agency, managing or fiduciary business.

45. To do all or any of the above things and all such other things as are incidental or may be thought, conducive to the attainment of the above objects of any of them in any part of the world and as principals, agents, contractors, trustees or otherwise and by or through agents or otherwise and either alone or in conjunction with others.

46. Generally, to carry on or assist or participate any either trade or business whether financial, commercial, industrial, mercantile, agricultural, manufacturing or otherwise which may seem capable of being conveniently carried on in connection with any of the above specified businesses or calculated DIRECTLY OR INDIRECTLY to promote the interests of the Company or to enhance the value of or render profitable any of the Company's objects.
47. To carry on any other business which may seem to the company to be capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of or render profitable any of the Company's property or rights.

(C) THE OTHER OBJECTS FOR WHICH THE COMPANY'S ESTABLISHED ARE:-

48. To carry an business as underwriters, landed proprietors, builders, contractors, miners, carried by land water and air, charters, industrialists, ginners, pressers, packers, cleaners, spinners weavers, bleachers dyers, cultivators of all fibrous products, mill, gin, and other factory proprietors and agriculturists.
49. To act as agents, commission agents, selling agents brokers, jobbers and muccadams for the sale and purchase of cotton, yarn, piece goods, gold, silver platinum and other precious metals, copper, iron, steel and other base metals, share, stocks, debentures, bonds loans and any other securities whether foreign or inland, seeds, wheat grain, sugar rubber, oil and all other commodities and for all monetary or mercantile transactions either for ready or forward delivery and to act as Managing agents of any concerns.
50. To carry on any business connected with film industries exhibition and distribution of films.
51. To buy, sell, import, export, manufacture process, treat, repair and deal in aluminium, plastics, hardware, materials, tools and machinery in particulars commodities and goods of all kinds and generally to carry on business as manufacturers, merchants, importers and exporters.
52. To carry on the business of manufacturers and dealers in readymade garments of ladies, gentlemen, and children and/or drapers, clothiers, dressmakers, customers and tailors and outfitters in general.

IV. The liability of the members is limited.

V. * #The authorized capital of the Company is Rs. ₹110,00,00,000 (Rupees One Hundred and Ten Crore only) divided into 22,00,00,000 (Twenty Two Crore) equity shares of ₹5 (Rupees Five) each capable of being increased or reduced in accordance with the Company's regulation and the legislative provisions for the time being in form in that behalf.

The entries in the capital of the Company for the time being whether original or increased may be divided into several classes with any preferential, qualified or other special rights, privileges, conditions or restrictions attached thereto, whether in regard to dividend, voting rights, return of capital or otherwise.

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*The Company has increased its Authorised Share capital from INR 42,00,00,000/- (Rupees Fourty Two Crore) divided into 4,20,00,000 (Four Crore Twenty Lakh) Equity shares of Rupees 10/- (Rupees Ten) each to INR 110,00,00,000/- (Rupees One Hundred and Ten Crore) divided into 11,00,00,000 (Eleven Crore) Equity shares of INR 10/-(Rupees Ten) each by passing the Special Resolution at the Extra Ordinary General Meeting of the Company held on July 17, 2025.

The Company has by passing Special Resolution in the Extra Ordinary General Meeting held on July 17, 2025 had approved Sub division of face Value of Equity shares from INR 10 (Ten) each to INR 5 (Five) each. Hence the Authorised share capital of the Company is INR 110,00,00,000 (Rupees One hundred and Ten Crore) consisting of 22,00,00,000 (Twenty Two Crore) Equity shares of INR 5 (Five) each.

Certified True Copy

Sureshchand Premchand Jain
Managing Director
DIN: 00004402

We, the several persons, whose names, addresses and descriptions are hereunder 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, Address, Description & Occupation of Subscribers	No. of Equity Shares taken by each Subscriber	Signature, Name, Address Description and Occupation of the Witness
SD/- LALCHAND MUTHA, S/O. CHANDANMAL MUTHA, 584, SHUKRAWAR PETH, PUNE - 411 002 BUSINESS	100 EQUITY SHARES	DHANNALAL JAIN, S./O. PREMCHAND JAIN, 908. DALAMAL TOWER, 211, NARIMAN POINT, BOMBAY - 400 021 PROFESSION SD/-
SD/- SURESHCHAND PREMCHAND JAIN, S/O. PREMCHAND JAIN, 907, DALAMAL TOWER, 211, NARIMAN POINT, BOMBAY - 400 021 PROFESSION(CHARTERED ACCOUNTANT)	100 EQUITY SHARES	
SD/- SATISH MUTHA, S/O. LALCHAND MUTHA 584, SHUKRAWAR PETH, PUNE - 411 002 BUSINESS	100 EQUITY SHARES	
SD/- MEENA S JAIN, W/O. SURESHCHAND JAIN, 908, DALAMAL TOWER, 211, NARIMAN POINT, BOMBAY - 400 021 BUSINESS	100 EQUITY SHARES	
	400	

PLACE: **MUMBAI,** DATED THIS **14** DAY OF **JANUARY, 1983**