

Table applicable to company as notified under schedule I of the companies Act, 2013

Table A

**MEMORANDUM OF ASSOCIATION OF
TTI ENTERPRISE LIMITED
A COMPANY LIMITED BY SHARES**

1. The name of the company is **TTI ENTERPRISE LIMITED**.
2. The Registered office of the company will be situated in the state of **West Bengal**.
3. **(a) *THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**
 - a) To carry on the business of buying, selling, reselling, importing, exporting, 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.
 - b) To carry on the business of retail, wholesale, bulk trade, and distribution of all kinds of food products, beverages, dairy products, confectionery, snacks, grains, cereals, pulses, edible oils, spices, and allied food items.
 - c) To carry on the business as super market, hyper market, exhibitors of various goods, services and merchandise and to undertake the necessary activities to promote sales of goods, services and merchandise manufactured/dealt with/provided by the Company including food products, beverages, dairy products, groceries, packaged foods, frozen foods, and other allied consumable goods.
 - d) To establish, operate, and manage food processing units, manufacturing plants, factories, warehouses, cold storage, and storage facilities for processing, preserving, packaging, storing, and marketing of food products and all other goods.
 - e) To undertake the import, export, buying, selling, trading, and distribution of all types of goods, including but not limited to food products, beverages, raw materials, and packaging materials, and to carry on online, e-commerce, retail, wholesale, and delivery services in respect of such goods.

Footnote:

* Object Clause altered vide special resolution passed through Postal ballot dated 27th March, 2026

**Alteration of Memorandum of Association ("MoA") as per the provisions of the Companies Act, 2013 approved vide special resolution passed through Postal ballot dated 27th March, 2026



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- f) To engage in research and development, quality control, standardization, fortification, and innovation in food products and food processing technologies.
- g) To undertake branding, marketing, advertising, franchising, and promotion of food products and services.
- h) To act as retail consultants and business advisors to Private Limited Companies, Public Limited Companies, Partnership Firms, Limited Liability Partnerships, Registered Multi-State Credit Co-operative Societies, and other registered entities, in relation to retail operations, store planning, merchandising, sourcing, supply-chain management, inventory control, sales optimisation, customer experience, and allied retail business activities.
- i) To carry on the business of manufacturing, designing, assembling, trading, buying, selling, importing, exporting, and dealing in all types of jewellery, jewellery products precious metals, gems, accessories, ornaments, watches, curios, cutlery, utensils and articles made of or containing platinum, gold, silver, or any combination thereof, or any composition of the same with any other metal, alloy or material whether retail, wholesale, or bulk.
- j) To establish and operate showrooms, retail outlets, online platforms, workshops, and manufacturing units for jewellery and related products.
- k) To undertake customised jewellery designing, engraving, hallmarking, certification, repair, refurbishment, and valuation services.
- l) To buy, sell, exchange, and deal in old, used, scrap, broken, or surplus jewellery and precious metals.
- m) To carry on business in investment in precious metals, gemstones, and jewellery, and to offer services related to jewellery consultancy, appraisals, and auctions.
- n) To carry on the business of agriculture, farming and allied activities in all its branches, including the cultivation, growing, producing, harvesting, processing, improving, developing, buying, selling, importing, exporting, trading, storing, distributing and dealing in agricultural produce and products of every kind and description, including but not limited to food grains, cereals, pulses, oilseeds, spices, fruits, vegetables, plantation crops, herbs, medicinal plants, floriculture and horticulture products, organic produce and cash crops; seeds, hybrid seeds, seedlings, saplings, tissue culture plants and nursery products; and to undertake agriculture, contract farming, organic farming, precision farming, greenhouse farming, hydroponics, vertical farming, polyhouse farming, terrace farming and protected cultivation, including land development, irrigation, soil conservation and agricultural infrastructure development.



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- o) To manufacture, assemble, purchase, sell, lease, hire, import, export, distribute, maintain and deal in agricultural machinery, tools and equipment including tractors, harvesters, tillers, irrigation systems, pumps, drones, farm automation systems, implements, spare parts and accessories; to manufacture, process, formulate and deal in fertilizers, bio-fertilizers, pesticides, insecticides, fungicides, herbicides, micronutrients, soil conditioners, organic manure, compost and agricultural chemicals subject to applicable laws; and to establish and operate facilities for cleaning, grading, sorting, processing, milling, extraction, packaging, preservation, cold storage, warehousing and value addition of agricultural and agro-based products.
- p) To act as traders, commission agents, exporters, importers, distributors, aggregators, wholesalers, retailers and e-commerce operators in agricultural commodities and farm products; to establish and operate marketplaces, mandis, procurement centers and digital trading platforms; to develop, construct, maintain and operate warehouses, cold storages, silos, food parks, logistics centers and supply chain infrastructure; to carry on dairy farming, poultry farming, pisciculture, aquaculture, sericulture, apiculture, goat farming, cattle breeding and other livestock activities; to provide agricultural consultancy, farm management, agri-technology solutions, drone and mechanization services, irrigation solutions and advisory services; to import and export agricultural commodities, processed food products, farm equipment and agro-based goods; to undertake research, innovation, training and promotion of sustainable and modern agricultural practices; to participate in government schemes, agricultural and rural development projects and public-private partnerships; to produce and deal in biomass, biofuels, agricultural waste products, compost and renewable energy derived from agricultural sources; and to undertake all incidental and ancillary activities necessary or conducive to the attainment of the above objects relating to agriculture and allied sectors.
- q) To Carry out or engage in the business of manufacture, processing, blending, distribution, sale, export, import, and marketing of India Made Foreign Liquor (IMFL), rectified spirit, extra neutral alcohol, whisky, brandy, rum, gin, vodka, ethanol, biodiesel fuel, bottled water, country liquor, beer, and other alcoholic and non-alcoholic products, as well as undertake all activities related to fermentation, distillation, refining, formulation, bottling, packaging, and branding, including the establishment and operation of breweries, distilleries, and allied facilities, with the objective of carrying on business in India and abroad in compliance with applicable laws and regulations.

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

1. To apply for, purchase, acquire, and protect, prolong and renew in any part of the world any patents, patent rights, brevets invention, licenses, protections and concessions which may appear likely to be advantageous or useful to the company and to use and turn to account and or grant



licenses or privileges in respect of the same and to spend money in experimenting upon and testing and improving or seeking to improve any patents, inventions or rights which the company may acquire or proposes to acquire.

2. To form or enter into any joint venture agreement to incorporate, promote, purchase, acquire, undertake or takeover, the whole or any part of the business, profession, goodwill, assets, properties (movable or immovable), contracts, agreements, rights, privileges, effects, obligations and liabilities of any persons, firm or company or companies carrying on all or any of proposing to carry on or ceasing to carry on any business, profession or activities which the company is authorized to carry on or the acquisition of all or any of the properties, rights and assets of any company or subject to the provisions of the Companies Act, 2013, the control and management of the company or the undertaking of the acquisitions of any other object or objects which in the opinion of the Company could or might directly or indirectly be beneficial or advantageous to the Company and to pay all or any of the costs and expenses incurred in connection with any such promotion or incorporation or takeover or acquisition and to remunerate any person, firm or company in any manner, it shall think fit for services rendered or to be rendered for and in respect of such promotion or incorporation or takeover or acquisition or in obtaining subscription of or the placing of any shares, stocks, bonds, debentures, obligations or securities of any such company or companies, subject to the provisions of the Companies Act, 2013.
3. Subject to the provisions of applicable law to procure registration, incorporation or recognition of the Company in any country state or place and to establish and regulate agencies for the purpose of the company's business and to apply or join in applying to any parliament, local government, municipal or other authority or body, Indian or foreign for any rights or privileges that may seem conducive to the Company's objects or any of them and to oppose any bills, proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interest.
4. To enter into partnership, LLP or any arrangement for sharing or pooling profits, amalgamations, union of interest, co-operation, joint venture, reciprocal concessions or to amalgamate with any person or company carrying on or engaged in or about to carry on or engaged in any business, undertaking or transactions which this company is authorized to carry on or engaged in any business, undertaking or transactions which may seem capable of being carried on or conducted, so as directly or indirectly, to benefit the company.
5. To acquire or amalgamate, absorb or merge with any other company or companies or to form, promote subsidiaries having objects altogether or in part similar to those of this company.



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6. To manage, sell, dispose off, let, mortgage, exchange, redeem, underlet, grant leases, licenses, easements or turn to account or otherwise dispose off in any manner the whole of the undertaking or any properties (movable or immovable), assets, rights, and effects of the Company or any part thereof, on such terms and for such purposes and for such consideration as the company may think fit and in particular for shares, debentures, or securities of any other company having objects altogether or in part similar to those of this Company and in the event of winding up of the Company to distribute among the members in specie or kind any properties or assets of the Company or any proceeds of sale or disposal of any properties of the Company, subject to the provisions of the Companies Act, 2013.
7. To enter into arrangements with any government or authority's municipal, local or any person or company in India or abroad that may seem conducive to the objects of the company or any of them and to apply for, secure, acquire, obtain from such government, authorities, persons or company any right, privileges, powers, authority, charters, contracts, licenses, concessions, grants, decrees, rights which the Company may think desirable.
8. To pay all costs, charges and expenses of and incidental to the promotion, formation, registration and establishment of the Company and charges in connection therewith and/ or make donations (by cash or other assets) to remunerate by 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 to any person, firm, company assisting to place or guaranteeing the subscription of other security of the company in or about the formation or promotion of the Company or for any other reason which the company may think fit subject to the provisions of the Companies Act, 2013.
9. To take part in the management, supervision and control of the contracts, rights, turn key jobs, operations or business of any company or undertaking entitled to carry on the business which the company is authorized to carry on.
10. To enter into arrangement for technical collaboration and/or other form of agreement including capital participation with a foreign or Indian company for the purpose of manufacture, quality control and product improvements and for marketing of the products which the Company is empowered to manufacture and/or market and to pay or to receive for such technical assistance or collaborations, royalties or other fees in cash or by allotment of shares of the Company credited as paid up or issue of debentures or debentures stock, subject to the provisions of laws for the time being in force.
11. To promote or join in the promotion of any company or companies



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including subsidiary companies(wholly owned or partly owned) for the purpose of acquiring all or any of the properties, rights and liabilities of the company or for any other purposes which may seem directly or indirectly calculated to benefit the Company and to underwrite shares and securities therein.

12. To do all or any of the above things in India or in any part of the world as principals, agents, contractors or trustees and either alone or in conjunction with others.
13. Subject to provisions of Companies Act, 2013 and the rules framed there under and the directives issued by the Reserve Bank of India, to borrow or raise money or to take money on loan on interest from banks, financial institutions, government agencies, co-operative societies, persons, companies, firm, in such manner as the Company may think fit and in particular by the issue of debentures or debenture- stock, perpetual including debentures or debenture stock convertible into shares of this Company or perpetual annuities and in security of any such money borrowed, raised or received to mortgage, pledge, hypothecate, or charge the whole or any part of the properties (movable or immovable) assets or revenue of the Company present or future including its uncalled capital by special assignments or to transfer or convey the same absolutely or in trust and to give the lenders power of sale and other powers as may be deemed expedient and to purchase, redeem or pay off any such securities. The Company shall not carry on any banking or insurance business which may fall within the purview of Banking Regulations Act, 1949 or the Insurance Act, 1938, respectively.
14. To make, draw, accept, endorse, discount, execute, negotiate, assign, and issue Cheque, promissory notes, drafts, hundies, bonds, railway receipts, bills of exchange, bills of lading, warrants, debentures, and other negotiable or transferable instrument.
15. To guarantee the payment of money secured or unsecured by or payable under or in respect of any promissory notes, bonds, debenture stocks, contracts, mortgages, charges, obligations, instruments and securities of any company or of any authority, central, state, municipal, local or of any person whomsoever whether incorporated or not incorporated and generally to guarantee or become sureties for the performance of any contracts or obligations of any person, firm or company and to guarantee the repayment of loan with interest availed from Financial institution/s, Banks, Private Financiers, availed by any person, company, firm, society, trust or body corporate.
16. To guarantee or become liable for the performance of the obligations and the payment of interest on any debentures or securities of any company, corporation or association or a persons in which such guarantees may be considered beneficial or advantageous, directly or indirectly to further the objects of the Company or the interest of the members.



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17. Subject to the provisions of the Companies Act, 2013 to accumulate funds and to invest or deal or make applications and invest money in any initial public offer, further public offers, deposits, shares, stocks, debentures, debenture-stocks, kinds obligations, or securities by original subscription, participation in syndicates having similar objects and to tender, purchase, exchange and to subscribe for the same and to guarantee the subscription thereof and to exercise and enforce all the rights and powers conferred by or incidental to the ownership thereof.
18. To open and operate current, overdrafts, loan, cash credit or deposit or any other type of accounts with any banks, company, firm, association or person.
19. To establish, continue and support or aid in the establishment of cooperative societies, association and other institutions, funds, trusts, amenities and conveniences calculated to benefit or indemnify or insure employees or ex-employees of the Company or Directors or ex-Directors of the Company or the dependents or connections of such persons and at its discretion to construct, maintain, buildings, houses, dwelling or chawls or to grant bonus, pensions and allowance and to make payments towards insurance and to pay for charitable or benevolent objects, also to remunerate or make donations by cash or other assets or to remunerate by the allotment of shares credited as fully or partly paid for services rendered or to be rendered in placing or assisting to place any shares in the Company's capital or any debentures, debenture-stock or other securities of the company in or about the formation or promotion of the Company or for the conduct of its business.
20. To undertake, carry out, promote and sponsor rural or semi urban or urban development including any programme for promoting the social and economic welfare or uplift of the public in any such area and to incur any expenditure on any programme of rural, semi-urban and urban development and to assist execution and promotion thereof either directly or through an independent agency or in any other manner.
21. To undertake, carry out, promote and sponsor or assist any activity for the promotion and growth of national economy and for the discharging of social and moral responsibilities of the Company to the public or any section of the public as also any activities to promote national welfare or social, economic and without prejudice to the generality of the foregoing, undertake, carry out, promote and sponsor any activities for publication of any books, literature, news-papers or for organizing lectures or seminars likely to advance these objects or for giving merit awards or scholarships, loans or any other assistance to deserving students or other scholars or persons to enable them to prosecute their studies or academic pursuits or researches and for establishing, conducting or assisting any institution, funds or trusts having any one of the aforesaid objects as one of its objects by giving donations and/or contributions, subsidies and/or grants or in any



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other manner.

22. To donate, gift, contribute, subscribe, promote, support or aid or assist or guarantee money to charitable, benevolent, religious, scientific, national, public or to other institutions, funds or objects, or for any public, general or other objects and to accept gifts, bequests devices and donations from any firm, company or persons as may be thought appropriate or conducive to the interest of the Company.
23. To create any depreciation fund, reserve funds, sinking fund, insurance fund or any other special fund whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company or for redemption of debentures, redeemable preference shares or gratuity or pension or for any other purpose conducive to the interest of the Company.
24. Subject to provisions of the Companies Act, 2013, to place, reserve, distribute, as dividend or bonus or to apply as the Company may from time to time determine any moneys received in payment of dividend or money arising from the sale of forfeited shares or any money received by way of premium on shares or debentures issued at a premium by the Company.
25. To engage, employ, train, either in India or elsewhere, suspend and dismiss any agents, managers, superintendents, assistants, clerks, coolies other employees and to remunerate any such persons at such rate as shall be thought fit and to grant pensions or gratuities to any such person or to his widow or children and generally to provide for the welfare of employees.
26. To refer or agree to refer any claims, demands, disputes or any other questions by or against company or in which the company is interested or concerned and whether between the Company and the member or members or his or their representatives or between the Company and third party to arbitration in India or at any place outside India and to observe, perform and to do allacts, deeds, matters and things to carry out or enforce the awards.
27. To use trademarks, trade names or brand names for the business activities products and goods and adopt such means of making known the business and products in which the company is dealing as may seem expedient and in particular by advertising on radio, television, newspapers, magazines, periodicals, by circulars, by opening stalls and exhibition, by publication of books and periodicals, by distributing samples and by ranting prizes, rewards and awards.
28. To undertake the payment of all rent and the performance of all covenants, contracts, conditions and agreements contained in and reserved by any lease that may be granted or assigned to or acquired by the Company.



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29. To become members of or to enter into any agreement with any institution, association or company carrying on or which may carry on research and other scientific work of investigation in connection with any business of Company or other trades or industries allied therewith or ancillary thereto and to acquire shares in any such institutions, association or company and contribute towards the capital or funds, thereof.
30. To undertake and execute any trust which may be beneficial to the Company directly or indirectly.
31. To ensure properties, assets, undertakings, contracts, guarantees, liabilities, risks or obligations of the Company of every nature and kind.
4. 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.
5. The Authorised Share Capital of the Company is Rs. 25,50,00,000 (Rupees Twenty Five Crore Twenty Five Lakhs Only) divided into 2,55,00,000 (Two Crore Fifty Five Lakhs Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each with rights, conditions and privileges attaching thereto as are provided by the regulations of the company for the time being, with the power to increase and reduce the capital of the company and to divide the shares in capital for the time being into several classes and to attach thereto respectively such preferential rights, privileges or conditions as may be determined by or in accordance with the regulations of the company and to verify, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the regulations of the Company."



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We the several persons whose names and addresses are subscribed hereunder, 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 of Subscriber	Address, descriptions and occupations of Subscribers	Number of Shares taken by each Subscriber	Signatures, Addresses, Descriptions and Occupations of Witnesses
1. Ratunlal Maheshwari S/o Late Mangilal Maheswari	P7, Kalnkar Street, Calcutta-70 (Business)	10 (Ten) Equity Shares	<p>Ram prasad Dalmia S/o Late Mahabir Prasad Dalmia 33/1, Netaji Subhas Road, Room No. 853 Calcutta-700 001 Chartered Accountant.</p>
2. Sagarnal Rathi S/o Late Ganga Das Rathi	12, Pathuria Ghat Street Calcutta-6 (Service)	10 (Ten) Equity Shares	
3. Ram Kishan Mundra S/o Ganga Dasii Mundra	3/C, Noor Mal Lohia Lane, Calcutta-7 (Business)	10 (Ten) Equity Shares	
4. Sushil Kumar Maheswari (Daga) S/o Late Ganga Das Daga	6, Tansukh Lane, Calcutta-7 (Business)	10 (Ten) Equity Shares	
5. Purushottam Das Daga S/o Dulki Das Daga	6, Tansukh Lane, Calcutta-7 (Business)	10 (Ten) Equity Shares	
6. Ganesht Das Sadani S/o Late Sundarlal Sadani	P17, Kalnkar Street, Calcutta-70 (Service)	10 (Ten) Equity Shares	
7. Kamala Devi Rathi W/o Sugar Mal Rathi	12, Patharia Ghat Street Calcutta-6 (Business)	10 (Ten) Equity Shares	
	TOTAL	70 (Seventy)	

Dated, Calcutta, 16th day of May, 1981.

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FOR TTI ENTERPRISE LTD.
Director / Authorised Signatory