(THE COMPANIES ACT, 2013)
(COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION

OF

MISH DESIGNS LIMITED***

I. The Name of the Company is :- **MISH DESIGNS LIMITED*****

II. The Registered Office of the Company will be situated in the State of Maharashtra. i.e. within the jurisdiction of Registrar of Companies, Maharashtra, at Mumbai.

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

1. To carry on the business of manufacturers, importers and exporters, whole sale and retail dealers of and in men's, women's and children clothing and wearing apparel of every kind, nature and description including shirts, bush, shirts, pyjama suits, vests, underwears, suits, foundation garments for ladies dresses, brassiers, maternity belts, knee caps, coats, panties,nighties and so on.

2. To carry on the business of manufacturers, importers and exporters, whole-sale and retail dealers of and in hosiery goods of every kind, nature and description for men, women, and children including vest, underwears, socks, stockings, sweaters, laces and so on and of all or anything which is used in hosiery goods.

3. To carry on the business of manufacturers, stitebers robe, dress ready made garments, apparel, wearing attire and mantle, tailors, silk, mercers, makers and trimmings of every kind, corset makers, furriers, general drapers, haberdashers, millioners, hosiers, gloves, lac makers and dealers, feather dressers and merchants , hatters, dealers in fabrics and materials, all kinds of synthetic fibres, handspun, handwooven khadi, cotton silk and woollen fabric and to deal in all other kinds of material as may be conveniently carried on with the above business.

4. To carry on the business of readymade or made to measure garments, manufacturers, drapers and hosiers, clothes, dress makers, customers, dress agents, tailors and outfitters and as manufacturers of and dealers in tapestry, needlework, neck ware, ties, collars, cuffs scarves, cells, tinsel and tinsel fabrics and thread and all articles of wearing attire for personal or household use, decoration ornaments.

5. To carry on the business of readymade or made to measure garments, manufacturers, drapers and hosiers, clothiers, dress makers, manufacturers of and dealers in tapestry, needlework and hosiers, clothiers, dress makers, manufacturers of and dealers in tapestry, needlework, neckwear, ties, collars, cuffs, scarves, cell tinsel fabrics and thread and all articles of wearing attire for personal or household use decoration or ornaments.

6. To carry on all or any of the business of dealers and manufacturers of all kinds of carpets, durries, mats, rugs, namdas, blankets, shawls, tweeds, linen, flannels and all other articles of woollen and worsted materials and of all articles similar to the foregoing or any of them or connected therewith.

7. To Carry on a business of Women Apparels, Mostly into western wear & Indian fusion wear, With

For MISH DESIGNS LIMITED

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believes in making quality products with latest designs.

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

1. To acquire by purchase, lease, exchange or otherwise any movable or immovable property and any rights or privileges which the Company may deem necessary or convenient for the purpose of its main business.

2. To enter into partnership or into any arrangement for sharing profits, union of interest, joint venture, reciprocal concession or cooperation with persons or companies carrying on or engaged in the main business or transaction of this Company.

3. To import, buy, exchange, alter, improve and manipulate in all kinds of plants, machinery, apparatus, tools and things necessary of convenient for carrying on the main business of the Company.

4. To vest any movable or immovable property, rights or interests required by or received or belonging to the Company in any person or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.

5. To purchase or otherwise acquire, build, carry out, equip, maintain, alter, improve, develop, manage, work, control and superintend any plants, warehouse, sheds, offices, shops, stores, buildings, machinery, apparatus, labor lines, and houses, warehouses, and such other works and conveniences necessary for carrying on the main
business of the company.

6. To undertake or promote scientific research relating to the main business or class of business of the Company.

7. To acquire and takeover the whole or any part of the business, goodwill, trade-marks properties and liabilities of any person or persons, firm, companies or undertakings either existing or new, engaged in or carrying on or proposing to carry on business this Company is authorized to carry on, possession of any property or rights suitable for the purpose of the Company and to pay for the same either in cash or in shares or partly in cash and partly in shares or otherwise.

8. To negotiate and enter into agreements and contracts with Indian and foreign individuals, companies, corporations and such other organizations for technical, financial or any other such assistance for carrying out all or any the main objects of the Company or for the purpose of activity research and development of manufacturing projects on the basis of know-how, financial participation or technical collaboration and acquire necessary formulas and patent rights for furthering the main objects of the Company.

9. Subject to Sections 230,231,232 of the Act, to amalgamate with any other company of which all or any of their objects companies having similar to the objects of the Company in any manner whether with or without the liquidation.

10. Subject to any law for the time being in force, to undertake or take part in the formation, supervision or control of the business or operations of any person, firm, body corporate, association undertaking carrying on the main
business of the Company.

11. To apply for, obtain, purchase or otherwise acquire and prolong and renew any patents, patent-rights, brevets, inventions, processes, scientific technical or other assistance, manufacturing processes know-how

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and other information, designs, patterns, copyrights, trademarks, licenses concessions and the like rights or benefits, conferring an exclusive or nonexclusive or limited or unlimited right of use thereof, which may seem capable of being used for or in connection with the main objects of the Company or the acquisition or use of which may seem calculated directly or indirectly to benefit the Company on payment of any fee royalty or other consideration and to use, exercise or develop the same under or grant licenses in respect thereof or otherwise deal with same and to spend money in experimenting upon testing or improving any such patents, inventions, right or concessions.

12. To apply for and obtain any order under any Act or Legislature, charter, privilege concession, license or authorization of any Government, State or other Authority for enabling the Company to carry on any of its main objects into effect or for extending any of the powers of the Company or for effecting and modification of the constitution of the Company or for any other such purpose which may seem expedient and to oppose any proceedings or applications which may seem expedient or calculated directly or indirectly to prejudice the interest of the Company.

13. To enter into any arrangements with any Government or Authorities or any persons or companies that may seem conducive to the main objects of the Company or any of them and to obtain from any such Government, authority, person or company any rights, charters, contracts, licenses and concessions which the Company may
think desirable to obtain and to carry out, exercise and comply therewith.

14. To procure the Company to be registered or recognized in or under the laws of any place outside India and to do all act necessary for carrying on in any foreign country for the business or profession of the Company.

15. To draw, make, accept, discount, execute and issue bills of exchange, promissory notes bills of lading, warrants, debentures and such other negotiable or transferable instruments, of all types or securities and to open Bank Accounts of any type and to operate the same in the ordinary course of the Company.

16. To advance money either with or without security, and to such persons and upon such terms and conditions as the Company may deem fit and also to invest and deal with the money of the Company not immediately required, in or upon such investments and in such manner as, from time to time, may be determined, provided that the Company shall not carry on the business of banking as provided in the Banking Regulations Act, 1949.

17. Subject to applicable section of the Act and the Regulations made there under and the Directions issued by the Reserve Bank of India, to receive money on deposit or loan and borrow or raise money in such manner and at such time or times as the Company thinks fit and in particular by the issue of debentures, debentures-stock, perpetual or otherwise and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the properties, or assets or revenues and profits of the Company both present and future, including its uncalled capital and also by a similar mortgage, charge or lien to secure and guarantee the performance by the Company or any other person or Company of any obligation undertaken by the Company or such other person or company to give the lenders the power to sale and such other powers as may seem expedient and purchase redeem or pay off any such securities.

18. To undertake and execute any trusts, the undertaking of which may seem to the Company desirable, either gratuitously or otherwise.

19. To establish, or promote or concur in establishing or promote any company for the purpose of acquiring all or any of the properties, rights and liabilities of the Company.

20. To sell, lease, mortgage, exchange, grant licenses and other rights improve, manage, develop and dispose of undertakings, investments, properties, assets and effects of the company or any part thereof for such consideration as may be expedient and in particular for any shares, stocks, debentures or other securities of any other such company having main objects altogether or in part similar to those of the Company.

21. Subject to the Provisions of Section 100 to 105 of the Act, to distribute among the members in specie or otherwise any property of the Company or any proceeds of sale or disposal of any property of the Company in the event of winding up.

22. To distribute as dividend or bonus among the member or to place to reserve or otherwise to apply, as the Company may, from time to time, determine any money received by way of premium on debentures issued at a premium by the Company and any money received in respect of forfeited shares, money arising from the sale by
the Company of forfeited shares subject to the applicable provisions of the Companies Act, 2013.

23. To employ agents or experts to investigate and examine into the conditions, prospects value, character and circumstances of any business concerns and undertakings and generally of any assets properties or rights which the Company purpose to acquire.

24. To accept gifts, bequests, devisers or donations of any movable or immovable property or any right or interests therein from members or others.

25. To create any reserve fund, sinking fund, insurance fund or any other such special funds whether for depreciation, repairing, improving, research, extending or maintaining any of the properties of the Company or for any other such purpose conducive to the interest of the Company.

26. Subject to the provisions of the Companies Act, 2013 to subscribe contribute, gift or donate any money, rights or assets for any national educational, religious, charitable, scientific, public, general or usual objects or to make gifts or donations of money or such other assets to any institutions, clubs, societies, associations, trusts, scientific research associations, funds, universities, college or any individual, body of individuals or bodies corporate.

27. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation, provident or gratuity funds for the benefit of and give of procure the giving of the donations, gratuities pensions, allowances, bonuses or emoluments of any persons who are or were at any time in the employment or service of the company or any company which is a subsidiary of the Company or is allied to or associated with the Company or with any such subsidiary company or who are or were at any time Directors or officers of the Company or any other company as aforesaid and the wives, widows, families and dependents of any such persons and also to establish and subsidies and subscribe to any institutions, associations, club or funds calculated to be for the benefit of or advance aforesaid and make payments to or towards the insurance of any such persons as aforesaid and to do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.

28. To establish, for any of the main objects of the Company, branches or to establish any firm or firms at places in or outside India as the Company may deem expedient.

29. To pay for any property or rights acquired by or for any services rendered to the Company and in particular to remunerate any person, firm or company introducing business to the company either in cash or fully or partly-paid up shares with or without preferred or deferred rights in respect of dividend or repayment of capital or otherwise or by any securities which the company has power to issue or by the grant of any rights or options or partly in one mode and partly in another and generally on such terms as the company may determine, subject to the provision of section 314 of the act.

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30. To pay out of the funds of the company all costs, charges and expenses of and incidental to the formation and registration of the company and any company promoted by the company and also costs, charges, duties, impositions and expenses of and incidental to the acquisition by the company of any property or assets.

31. To send out to foreign countries, its director, employees or any other person or persons for investigation possibilities of main business or trade procuring and buying any machinery or establishing trade and business connections or for promoting the interests of the company and to pay all expenses incurred in the connection.

32. To compensate for loss of office of any Managing Director or Directors or other officers of the Company with the limitations prescribed under the Companies Act, 2013 or such other statute or rules having the force of law and to make payments to any person whose office or employment or duties may be determined by virtue of any transaction in which the Company is engaged.

33. To agree to refer to arbitration any dispute, present or future between the Company and any other company, firm, individual or any other body and to submit the same to arbitration in India or abroad either in accordance with Indian or any foreign system of law.

34. To appoint agents, sub-agents, dealers, managers canvassers, sales representatives or salesman for transacting all or any kind of the main business or which this Company is authorized to carry on and to constitute agencies of the Company in India or in any other country and establish depots and agencies in different parts of the world.

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. (a) The Authorised Share Capital (****) of the company is Rs. 3,40,00,000 (Three Crore Forty Lakhs Only) divided into 33,00,000 (Thirty-Three Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each and 1,00,000 (One Lakh) Preference Shares of Rs. 10/- (Rupees Ten) each.

(b) The minimum paid-up capital of the company will be 1,00,000/- (Rupees One Lakh only).

*The Authorised Share Capital of the Company has been increased from Rs. 10,00,000/- (Rupees Ten Lakh only) divided into 1,00,000 (One Lakh) Equity Shares of Rs. 10/- (Rupees Ten only) each to Rs. 25,00,00,000/- (Rupees Twenty-Five Lakh only) divided into 2,50,00,000 (Two Lakh Fifty Thousand) Equity Shares of Rs. 10/- (Rupees Ten only) each at the Extra-ordinary General Meeting held on 15th July, 2020.

**The Company increased its Authorised Share Capital from Rs. 25,00,000/- (Rupees Twenty-Five Lakh only) divided into 2,50,000 (Two Lakh Fifty Thousand) Equity Shares of Rs. 10/- (Rupees Ten only) each to Rs. 3,00,00,000 (Rupees Three Crore only) divided into 29,00,000 (Twenty-Nine Lakh) Equity Shares of Rs. 10/- (Rupees Ten only) each and 1,00,000 (One Lakh) Preference Shares of Rs. 10/- (Rupees Ten only) each vide Ordinary Resolution passed by the Members of the Company in its Extra-Ordinary General Meeting held on Monday, 27th February, 2023.

*** Amended by passing shareholder's resolution at their extra-ordinary general meeting held on 08th May, 2023.

**** The Company increased its Authorised Share Capital from Rs. 3,00,00,000 (Rupees Three Crore only) divided into 29,00,000 (Twenty-Nine Lakh) Equity Shares of Rs. 10/- (Rupees Ten only) each and 1,00,000 (One Lakh) Preference Shares of Rs. 10/- (Rupees Ten only) to Rs. 3,40,00,000 (Rupees Three Crore Forty Lakhs only) divided into 33,00,000 (Thirty-Three Lakh) Equity Shares of Rs. 10/- (Rupees Ten only) each and 1,00,000 (One Lakh) Preference Shares of Rs. 10/- (Rupees Ten only) each vide Ordinary Resolution passed by the Members of the Company in its Extra-Ordinary General Meeting held on Friday, June 21, 2024.

***** The Company increased its Authorised Share Capital from Rs. 3,40,00,000 (Rupees Three Crore Forty Lakhs only) divided into 33,00,000 (Thirty-Three Lakh) Equity Shares of Rs. 10/- (Rupees Ten only) each and 1,00,000 (One Lakh) Preference Shares of Rs. 10/- (Rupees Ten only) to Rs. 3,90,00,000/- (Rupees Three Crores Ninety Lakhs Only) divided into 38,00,000 (Thirty-Eight Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) and 1,00,000 (One Lakh) Preference Shares of Rs. 10/- (Rupees Ten Only) each vide Ordinary Resolution passed by the Members of the Company in its Extra-Ordinary General Meeting held on Friday, June 05, 2026.

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S.No.	Subscriber Details					
	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of shares taken		DSC	Dated
1	Sajan Kumar Bhartia S/o Shanker Lal Bhartia Add:102, HARSH HEIGHT CHS., 150 FEET ROAD, BEHIND SALASAR BUSINESS PARK, BHAYANDER WEST, Thane - 401101, MAHARASHTRA Occupation: Business	07967810	50000	Equity	SAJAN KUMAR BHARTIA	24/11/17
2	KAUSHAL MAHESH GOENKA S/o MAHESH PARMESHWARLAL GOENKA Add: 38, GOVT COLONY, B.M.C. BLDG. NO.6, 6TH FLR., HAJI ALI, MUMBAI - 400034, MAHARASHTRA Occupation: Business	02446587	50000	Equity	KAUSHAL GOENKA	24/11/17
Total Shares taken			100,000.00	Equity		

Signed before Me					
Name		Address, Description and Occupation	DIN/PAN/Passport Number/ Membership Number	DSC	Dated
FCA	Lalit Laxminarayan Bajaj	Office No. 5, Barsana, Salasar Brij Bhoomi, Near Maxus Mall, Bhayandar west, - 401101, Maharashtra Occupation: Chartered Accountant	104234	LALIT LAXMINARAYAN BAJAJ Digitally signed by LALIT LAXMINARAYAN BAJAJ Date: 2017.11.24 15:03:56 +05'30'	24/11/17

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