THE COMPANIES ACT, 2013

MEMORANDUM OF ASSOCIATION
OF
COMPANY LIMITED BY SHARES

PROPSHOP EVENTS AND EXHIBITIONS LIMITED[2]

I. The name of the Company is **PROPSHOP EVENTS AND EXHIBITIONS LIMITED.**[2]

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

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

(A) The Objects to be pursued by the Company on its incorporation are as under[3]:

1. To carry on the business of Service-Event Management and Exhibitions including all step necessary for the concept, design, planning, manufacturing, Transportation, Installation, Commissioning of exhibition stands, conference management, cultural events, wedding management, hanger halls and design, signage and setup, planning, developing and implementing, Photo-shoot, Initiating and managing events, marketing and promoting trade show, organizing exhibition participation groups and visitor groups in overseas exhibitions, creation stands and image design, conference management, developing and managing conferences, budgeting and cash flow management, marketing, promotion & press relations copywriting & publication management, registration management media relations & press report tracking , media relationship and media tracking, preparation of news releases, media planning and advert purchasing, creation & design of company stand and organizing product demonstrations and to do all incidental acts and things necessary for the attainment of the aforesaid objects and stores of all kinds and carry out researches, investigations and experimental work of every description of above and carry on all. To carry on the business of service provider, distributor, concept, facilitator, consultant, manager, franchises, Co-ordinations with municipalities, Administration, traffic, Police, Licensing Authorities, market authorities etc., custodian, trustees, business advisor, strategy formulator, Brand Ambassador, on behalf of companies/firms/ individuals to promote, establish, brand building, market leader of products or services and all related activities.

2. To undertake, handle and carry on business in India and abroad connected with events for different corporate, companies or individuals which includes any happening such as organizing and management of luxury events, government & private events, road shows including financial market, expositions, seminars, fashion shows, concerts, lavish parties, conferences, social events e.g. summer camp for children, game shows, fun events & theme e.g. disney theme, corporate golf tours, corporate family carnival, brand launches, brand promotion and management, cultural events & celebrity management, award nights, entertainment shows, music shows, exhibitions, starnights, event management shows, fashion shows, organizing fairs, expositions, meets, product launches, concerts, gala dinners, weddings, pandals, religious events, government, college and school festivals, theme parties, Online promotion of events, concerts, live shows, parties and sale of tickets or simply bookings & reservations and to acquire, purchase, sale, import or export, let on hire, install for that purposes various things, equipment's and systems viz. audio visual systems, exhibitions, display panels and boards, conference kit and guides, and to provide support services including venue decor and infrastructural support as providing venue booking, no objection certificates and government permissions, sound and light arrangements, fabrication of stalls, stage platforms, decorative items, transportation and labour or any other device or systems to execute the said business.

[2 & 3] Altered vide Special resolution passed by the Members at the Extra Ordinary General Meeting of the Company held on January 6, 2025.

Noted the altered Memorandum of Association vide Ordinary Resolution passed at their Extra Ordinary General Meeting held on Tuesday 01, July 2025
Name of the Director: Prathamesh Shantaram Pusalkar
Designation: Director DIN: 06743048

PRATHAMESH SHANTARAM PUSALKAR

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3. To carry on business of promotional events, Award ceremonies, Product launching platform, sampling of products, pageant ceremonies, organizing ground level kiosks.

4. To carry on such other incidental/ auxiliary activities as may be necessary in connection with sales promotion & event Management

(B) <u>Matters which are necessary for furtherance of the objects specified in clause III (A) are[4]:</u>

5. To establish and maintain agencies and branches at various places, and to procure registration or recognition of the company and to carry all the business activities and business in any part of India or abroad.

6. To pay out of the funds of the company, all expenses which the company may lawfully pay off or are incidental to the formation, registration, stamps and legal expenses and generally all preliminary expenses incurred howsoever.

7. To do all or any of the acts or things as mentioned in the main objects either as principals, contractors or otherwise and either alone or in conjunction with others.

8. To sell, improve, manage, develop, exchange, lease, mortgage, dispose of, turn to account or otherwise deal with all or any part of the property and rights without security to such persons and on such terms as may be expedient and in particular to customers or persons having dealings with the company.

9. To draw, make accept, endorse, discount, execute, and issue cheques, promissory notes, bills of lading, warrants, debentures and other negotiable and transferable instruments or securities and to open bank accounts, current or overdraft and to operate upon the same.

10. To lend and advance money or give credits to such persons or companies and on such terms as may seem expedient, to customers and other having dealing with the company and to guarantee and performance of any contract or obligation and the payment of money of or by any persons or Companies. To insure with any other company against losses, damages, risks and liabilities of all kinds which may affect the Company.

11. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefit of, and give or procure the giving of donations, gratuities, pensions, allowances, or emoluments to any person who are or were at any time in the employment or service of the Company or Directors or officers of the Company and the wives, widows, families and dependants of any such persons, and also to establish and subsidise and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interest and well-being of the Company and make payments to or towards the insurance of any such person as aforesaid.

12. To borrow or raise money other than Public Deposits in terms of the provisions of the Companies Act, 2013; and in particular by the issue of debentures, debenture-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 property or assets of the Company, both present or future, including its uncalled capital.

13. To act as advisors and consultants to other organizations engaged in similar activities.

14. To open Bank accounts of all nature including overdraft account, to operate the same and to draw, make, accept, endorse, discount, execute and issue promissory notes, bill of exchange, bill of lading, warrants and the other negotiable or transferable instruments and to deal with all documents mercantile or otherwise, in the ordinary course of business.

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[4] Altered vide Special resolution passed by the Members at the Extra Ordinary General Meeting of the Company held on January 6, 2025.

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15. To invest any of the surplus funds of the Company from time to time with Governments or any other similar authority or any corporate body established in India under the authority of any act or legislature established in India or in shares or securities of public or private Company in India as may from time to time be determined by Board or in fixed deposits or by way of loans on interest in any of the local banks or with any firms, companies or banks in such other securities as may from time to time be determined by the Board and from time to time sell or vary all such investments and to execute all assignments, receipts and documents that may be necessary in that behalf.

16. To borrow from Banks, State and Central financial Corporation, public financial institutions, housing finance and other bodies corporate, government and semi-government authorities; short, medium or long term loans or secure the Bank facilities for working capital, deferred payment guarantee, letter of credit, inland and foreign bills discounting, bank guarantee, cash credit limit and offer in security land, building, office building, office equipment, furniture and fixtures, stock, book debts, securities and personal guarantees of Directors.

17. To guarantee the performance of the obligations of and the payment of dividends and interest on any stock, shares or securities of any company, Corporation, firm, or person in any case in such guarantee may be considered likely, directly or indirectly to further the objects of the interest of its shareholders.

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 the shares, debentures or other securities of the Company credited as partly or fully paid-up or otherwise.

19. To purchase or otherwise acquire and undertake the whole or any part of the business, rights and liabilities person, firm or Company, carrying on business which the Company is authorised to carry on and to purchase, acquire, sell and deal in property of any such person firm or Company and to conduct, make or carry into effect any arrangements in regard to the winding-up of the business of any person, firm, association, society or Company.

20. To sell, improve, manage, develop, lease, mortgage, abandon or otherwise deal with all or any part of the property, rights and concessions of the Company.

21. To acquire right, title and interest in immovable properties and commercially exploit the same with or without modification, alteration, improvement, addition or reconstruction.

22. To apply for and obtain the registration or other recognition to the Company for the purpose of its business and to apply or join in applying to any Government or other authorities that may seem conducive to the Company's objects.

23. To adopt such means of making known the products, business and interest of the Company as it may deem expedient and in particular by advertising in the press, radio, television and cinema, by purchase, construction and exhibition of works of art or general interest, publication of books and periodicals and by granting prizes, rewards and donations.

24. To apply for tender, purchase or otherwise acquire any contracts, sub-contracts, licenses including intellectual property rights and concessions for or in relation to the objects of the Company.

25. To apply for, purchase or otherwise acquire, protect and renew any patents, patent rights, inventions, trade-marks, designs, licenses including intellectual property right, 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 and to use, exercise, develop or grant licenses in respect of or otherwise turn to account the property, rights, information so acquired and to expend money in experimenting or on testing or improving any such patents, inventions or rights.

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26. To train or to pay for the training in India or abroad of any member or any of the Company's Directors, employees or any other persons in the interest of or for the furtherance of the Company's business.

27. To make pecuniary grants by way of donation, bonus, allowance, provident fund, gratuity, superannuation fund, leave encashment, performance incentive or any form of compensatory pay, guarantee or otherwise to or for the benefit of persons who are or have been employed by the Company, subject to the provisions of the Companies Act, 2013.

28. To accept gifts, bequests, devices and donations of any movable or immovable property or any rights or interest therein from members or others and to make gifts, donations to members or any national, charitable, benevolent, public or other institution either in cash or kind as may be decided by the Board from time to time, subject to the provisions of the Companies Act, 2013.

29. To create any Depreciation, Reserve Fund, Sinking Fund, Insurance Fund or any other Special Fund whether for repairing improving, extending or maintaining any of the property of the Company or for any purpose conducive to the interests of the Company.

30. To take part in the management, supervision and control of the business or operation of any company or undertaking having similar objects and for that purpose to appoint and remunerate any such persons including directors, officers, trustees, agents.

31. To distribute any of the properties of the Company amongst the members in specie or kind in the event of the winding-up of the Company, subject to the provisions of the Companies Act, 2013.

32. To remunerate Directors, Managing Directors or other officers of the Company out of or in proportion to the turnover or net profits of the Company or otherwise.

33. Subject to the provisions of the Companies Act, 2013; to amalgamate, enter into partnership or into any arrangement for sharing profits, union of interest, co-operation, joint venture or reciprocal concession with any person, association, firm, body corporate, Foreign Nationals, NRI's, whether in India or outside, for such purposes that may seem calculated, beneficial and conducive to the objects of the Company.

34. To establish or open at any place(s) any branches, agencies or other offices of the Company and to transact and manage the affairs of the Company and to appoint Director(s), Managing or Whole-time Director(s), Manager(s) or such other officials, administrators, as may be necessary for the efficient and able management of the affairs of the Company

35. To enter into contracts and make arrangements with any person for furtherance of the business of the Company.

36. To appoint attorneys for and on behalf of the Company, to execute the necessary power to the said attorneys, to act for and on behalf of the Company and to revoke all or any of such powers and appointments as may be deemed expedient.

37. To establish, promote or concur in establishing or promoting any company having similar objects or firm for the purpose of acquiring all or any of the property, rights and liabilities of the Company and to place or guarantee the placing of, underwrite of any such other Company.

38. To form, promote, subsidise and assist companies or firms of all kinds in any manner as may be thought fit in connection with any of the objects of the Company.

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39. To act as trustees, executors, administrators, attorneys, nominees and agents and to undertake and execute trusts of all kinds (subject to compliance of statutory condition) and to exercise all the powers of Trusts Corporation.

40. To enter into collaboration agreements, technical, financial or otherwise with any person, firm, company or corporation whatsoever, whether limited or otherwise, and whether situated in India or elsewhere.

41. To adopt such means of making known the business of the Company as may seen expedient and in particular, by advertising in the press, by circulars, by purchase and exhibition of works of art or interest, by publication of books and periodicals messaging on social media, site creation, advertising on internet, phone calling and by granting prizes, rewards and donations subject to the provisions of the Companies Act, 2013.

42. To institute and to defend any suit, appeal, application for review or revision or any other application of any nature whatsoever, to take out executions, to enter into agreements of reference to arbitration and to enforce and where need be to context any awards and for all such purposes to engage or retain counsels, attorneys and agents and when necessary to remove them.

43. To refer or agree to refer to arbitration any claim, demand, dispute, legal proceedings or any other questions by or against the Company or in which the Company is interested or concerned.

44. To establish and support or aid in the establishment of and support associations, institutions, companies, societies, funds, trusts and conveniences for the benefit of the employees or ex-employees or of persons having dealings with the Company or the dependents, relatives or connections of such persons and in particular friendly or other benefit societies and to grant pensions, allowances, gratuities and bonuses either by way of annual payments or by way of lump sum and to make payments towards insurance and to form and contribute to provident and benefit funds, to or such persons.

45. To negotiate loans, underwriting contracts, mortgages, equity participation, cash credits, overdrafts and other financial facilities from banks, financial institutions, government or semi-government bodies and others, or on behalf of any companies, firms, societies, associations and others, to carry on the business of managing other leasing finance companies and / or acting as leasing and finance, advisors and consultants on all matters and problems relating to financial services, administration, organisation, new ventures and expansion, diversification of existing concerns.

46. To form, subscribe or contribute to or otherwise to assist, aid or guarantee money to public, charitable, benevolent, religious, scientific national, or other institutions, funds, objects or purposes and to any other institutions, funds, objects or purposes which in the opinion of the Board of Directors are likely to promote the interest or the business of the Company and/or to further its objects and or to any other institutions, funds, objects or purposes whatsoever whether directly relating to the business of the Company or not.

47. To enter into any contract, Agreements, Memorandum of understanding, Joint ventures, Arrangements or such other mode of contracts with Government of India, State Governments, Foreign Governments, Municipal and Local Authorities, Bodies Corporate, Persons or such other Authorities whether in India or abroad.

48. To pay out of the funds of the Company all costs, charges, fees and expenses preliminary and incidental to the promotion, formation, establishment and registration of the Company.

49. To undertake financial and commercial obligations, transactions and operations of all kinds for the purpose of the business of the Company.

(C) Other objects are:[5]

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IV. The Liability of members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them[6]**.**

V. (a) The Authorized Share Capital of the Company is INR 18,00,00,000 (Rupees Eighteen Crore Only) divided into 1,80,00,000 (One Crore Eighty Lakh) Equity Shares of INR 10/- (Indian Rupees Ten only) each.[1,7]

(b) Minimum paid up capital of the Company shall be Rs 1,00,000 (Rupees One Lakh Only).

1 The Company has altered the Clause V vide ordinary resolution passed on 20.12.2023 by the members of the Company at their EOGM

5 Deleted vide Special resolution passed by the Members at the Extra Ordinary General Meeting of the Company held on January 6, 2025.

6 Altered vide Special resolution passed by the Members at the Extra Ordinary General Meeting of the Company held on January 6, 2025.

7 Altered vide Ordinary resolution passed by the Members at the Extra Ordinary General Meeting of the Company held on July 01, 2025

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We, the several persons, whose names, addresses and descriptions are subscribed below, 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:

Names, Addresses and Description of Subscribers	Number of Equity shares taken by each Subscriber	Signature of Subscriber	Names, Addresses and Description of Witness
Prathamesh Pusalkar 384, Yadav Patil Wadi Opp Siddhivinayak Mandir Prabhadevi, Mumbai 400025 Occupation: Business Aarti Pusalkar 384, Yadav Patil Wadi Opp Siddhivinayak Mandir Prabhadevi, Mumbai 400025 Occupation: Business	9900 (Nine Thousand Nine Hundred Only) 100 (One Hundred Only)		Witness of 1 and 2 Bhuwana Ram s/o Mangna Ram, Chartered Accountant. HRJ & Associates, 305, Aravali Business Centre, Sodawala Lane, Borivali West, Mumbai 400092
Total	10000 (Ten Thousand Only)		

Place: Mumbai
Dated: 18/08/2019.

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