

***Table applicable to company as notified under Schedule I of the Companies Act, 2013-Table A**

**(THE COMPANIES ACT, 2013)
TABLE 'A' OF SCHEDULE 'I'
(COMPANY LIMITED BY SHARES)**

**MEMORANDUM OF ASSOCIATION
OF
RAKESH RETAILS LIMITED**

1st The Name of the Company is: RAKESH RETAILS LIMITED****

****** Name of the company changed consequent to the conversion of Company from Private Limited to Public Limited Company approved by the members of the Company by way of special resolution passed in an Extra-Ordinary General Meeting held on 28th May, 2026.**

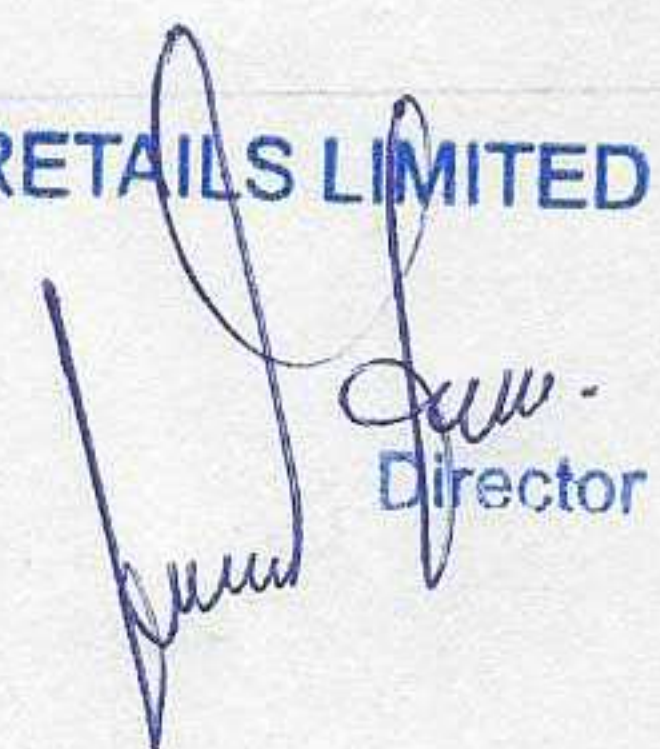
2nd. The Registered Office of the Company will be situated in the State of Delhi

3rd(a) The objects to be pursued by the company on its incorporation are:

1. To continue and carry on the existing business of M/s. RAKESH ELECTRONICS (a partnership firm) on an ongoing concern basis.
2. To carry on the business of retail selling and dealing in all types of electronic goods, including but not limited to televisions, mobile phones, computers, laptops and accessories, IT products, washing machines, kitchenwares, kitchen appliances, air purifiers, water purifiers, water dispensers, dish washers, ovens, mixies, electric irons, refrigerators, commercial refrigerators, television sets, fans, air conditioners, commercial air conditioners, air coolers, communication equipments, photocopying machines, cameras, gas stoves and hobs or any other electrical goods or consumer products as may be called.
3. To carry on the business of traders, dealers, wholesalers, retailers, importers, and exporters of Electronics and Electrical, Electro-Pneumatic, Electro Hydraulic, Electro-Mechanical and Electro-Electronic Components, equipment, instruments, appliances and goods.

3rd (b) Matters which are necessary for furtherance of the objects specified in clause 3(a) are:

1. 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.
2. To receipt of contract amount in foreign currencies & repatriate the amount outside India.
3. To buy, sell, repair, alter, improve, exchange, let on hire, import, export and deal in all works, plant, machinery, tools, appliances, apparatus, products, materials, substances, articles and things capable of being used in any business which the Company is competent to carry on, or which may be required by any customer or person having dealings with the Company or which may seem capable of being profitably dealt with in connection therewith and to manufacture, experiment with, render marketable and otherwise deal in all products and services incidental to any of the businesses carried on by the Company.


Director

4. To lease, sub-lease, hire, purchase, license or otherwise acquire and/or sell, dispose of, construct, alter, modify, develop or otherwise deal in any properties, factories, shades, offices, guest houses, employee accommodation, godowns, warehouses, or other structures for housing and carrying on the businesses of the Company or for its employees, clients or other persons or for any other persons or for any other purpose as the Board of Directors may think expedient for the benefit of the Company.
5. To enter into, undertake and execute contracts or other arrangements with any parties for any transactions, including the provision and supply or use of materials, machinery, equipment, articles or other products and/or services necessary for or otherwise required for or incidental to carrying out the objectives of the Company.
6. To recruit, train and develop staff, organize seminars, training programs and conferences for employees, customers and the general public. 6. To recruit, train and develop a pool of technical, managerial and administrative personnel including staff, employees, agents, for the Company or any subsidiary, affiliate or group companies or any other company, firm or other person, particularly where such companies, firms or persons are engaged in any business related to the business of the Company.
7. To employ, engage, appoint, retain or otherwise procure, suspend or terminate the services of professionals, consultants, engineers, design consultants, technicians, legal and financial advisors, or other experts and to imbibe innovation and modern management techniques in the functioning and businesses of the Company.
8. To retrench, lay-off, suspend, terminate the appointment of or dismiss executives, managers, assistants, support staff and other employees and to remunerate them at such rates as may be thought fit.
9. To adopt such means of making known the articles, goods, products, appliances manufactured or dealt in or processes and services provided by, or at the disposal of the Company, as well as properties, assets and effects of the Company as may seem expedient, in particular by advertising in the press and through billboards, hoardings, motion pictures, by broadcasting, telecasting or by publication of books, periodicals and any other material convenient to the Company, by participating in trade fairs, exhibitions and by granting prizes, rewards and donations.
10. To acquire, and possess the whole or part of the business assets, property, goodwill, rights and liabilities of any persons, society, association or company carrying on any business.
11. To appoint dealers, sub dealers, agents, sub-agents, distributors, sole selling agents, sole concessionaries, either in India or any place in India, for the efficient conduct of the business of the Company, and remunerate them for their services.
12. To take and/or provide discounts or to approve other terms of payment or credit in relation to any sums owing to or due from the Company and to impose or agree to pay any interest thereon or to write off any such sums or parts thereof.
13. To carry on research and development activities on all aspects related to the business and objects of the Company.

14. To undertake all types of technical, economic, and financial investigations and aid or assist or enter into partnership with any institution, university, company, partnership, firm or person or persons conducting such research or study and to subsidize, endow and assist workshops, libraries, meetings, lectures, and conferences and do such other acts to generally encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered to assist any of the businesses of the Company.
15. To identify projects, project ideas, to prepare profiles, project reports, and undertake market research, feasibility studies, pre-investment studies and investigation of industries on a micro and/or macro level and to render appropriate services, to identify scope and potential for economic and industrial development in any particular geographical area or location whether in India or abroad.
16. To acquire from any person, firm or body corporate, whether in India or elsewhere, technical information, know-how, processes, engineering, manufacturing and operating data, plans, lay-outs and blue prints useful for the design, manufacture, erection and operation of plant and machinery, required for any of the businesses of the Company and to pay remuneration thereof in any currency by way of lump-sum or instalments or fees or royalties.
17. To develop and/or furnish to any person, firm or body corporate whether in India or elsewhere, technical information, know-how, processes, engineering, manufacturing and operating data, plans, lay-outs and blue prints useful for the design, manufacture, erection and operation of plant and machinery, required for any of the businesses of the Company and to obtain remuneration thereof in any currency by way of lump-sum or instalments or fees or royalties or through any other arrangement.
18. To apply for, purchase, or otherwise acquire, protect or prolong any patent, design, concessions, trademarks, copyrights and the like, conferring an exclusive or non-exclusive or limited right of use, or any secret or other information and/or systems, processes of the Company or which the Company may develop or acquire or propose to develop or acquire.
19. To apply for, purchase or otherwise acquire brand names/service marks for the products manufactured and the services rendered by the Company, from any company, firm, or other person anywhere in the world, particularly international brand names/ service marks of the Company's holding or group companies.
20. To expend money for improving or seeking to improve any patents, rights, inventions, discoveries, or information and/or systems, processes of the Company or which the Company may develop or may acquire or propose to develop or acquire.
21. To use, exercise, develop, sell, assign, grant licenses or otherwise turn to account the property, rights and information so acquired.
22. To establish and maintain or procure the establishment and maintenance of any non-contributory or contributory pension, superannuation, provident, welfare and education funds and trusts for the benefit of any person who is or was at any time in the employment or service of the Company or any subsidiary or affiliate of the Company, or who is or was at any time a director of the Company or of any such other company as aforesaid and the spouse, family and dependants of any such person.

23. To provide for the welfare of employees or ex- employees of the Company and their spouses or the dependant of such persons by grant of money, pensions, allowances, bonus or other payments or by contributing to other associations, institutions, funds or trusts and by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and other assistance as the Company may think fit.
24. To purchase, hire or use all kinds of vehicles including cars, heavy transport vehicles, and aircraft, for the purpose of transportation of equipment, materials, employees and managerial personnel or for any other purpose.
25. To acquire and hold one or more memberships or membership privileges in stock/security exchanges, commodity exchanges, clearing houses in any other trade or service associations which memberships, or membership privileges are likely in any manner to facilitate the conduct of the Company's business.
26. To purchase, take on lease, exchange, mortgage, charge, hypothecate, encumber, hire or otherwise acquire or dispose of any moveable or immovable property including lands, buildings, and flats of any description in India or elsewhere.
27. To promote, invest or assist any companies for the purpose of acquiring all or any of the property, rights and liabilities of such companies, which may seem beneficial to the Company.
28. To enter into joint venture, partnership, or any other arrangement for joint working in business, sharing profits or for co-operation or for mutual assistance or form, promote, subsidize and assist companies and partnerships of all kinds with any person, firm or company or to acquire or carry on any other business (whether manufacturing or otherwise) auxiliary to the business of the Company or connected therewith or which may seem to the Company capable of being conveniently carried on in connection with the above, or calculated directly or indirectly to enhance the value of or render more profitable any of the Company's property or to amalgamate with any person, firm or company carrying on or about to carry on any business or transaction included in the objects of the Company or any other similar business, in India or abroad.
29. ***Subject to Section 73 and 179 of the Companies Act, 2013, and Regulations made thereunder and the directions issued by Reserve Bank of India, to borrow, raise or secure the payment of money or to receive money on deposit at interest. for any of the purposes of the Company and at such time or times as may be thought fit by promissory notes, by taking credits in or opening current accounts with any person, firm, bank, Company or financial institutions 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 the issue of debentures or debenture-stock perpetual or otherwise and as security for any such money so borrowed, raised, received and if any such debentures or debenture - stock so issued to mortgage, pledge or charge the whole or any part of the property and the assets 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 the lenders powers of sale and other powers as may seem expedient and to purchase,

redeem or payoff any such securities, provided that the Company shall not carry on banking business as defined in Banking Regulation Act, 1949.

******In pursuance of the Special Resolution passed at the extra ordinary general meeting of the members of the Company held on 24th February, 2026 this memorandum has been amended and adopted as the new memorandum of association of the Company.***

4th The liability of the members is limited and this liability is limited to the amount unpaid if any, on the shares held by them.

5th *****The Authorized Share Capital of the Company is Rs. 16, 00,00,000/- (Rupees Sixteen Crore Only) divided into 1,60,00,000 (One Crore Sixty Lakh) Equity Shares of Rs. 10/- (Rupees Ten) each ranking paripassu in all respects with the existing equity shares of the Company.

***** Capital Clause altered vide ordinary resolution passed at an extra ordinary general meeting of the members of the Company held on 16th July, 2024 w.r.t. increase in the Authorized Share Capital of the Company from Rs. 100,000/- (Rupees One Lakh) to 100.000,000/- (Rupees Ten Crore).***

******** Capital Clause altered vide ordinary resolution passed at an extra ordinary general meeting of the members of the Company held on 20th July, 2026 w.r.t. increase in the Authorized Share Capital of the Company from Rs. 100,000,000/- (Rupees Ten Crore) to Rs. 160,000,000/- (Rupees Sixteen Crore).***

6th We, the several persons whose names and addresses are subscribed, are desirous of being formed into a Company in pursuance of this memorandum of association:


For RAKESH RETAILS LIMITED

Director

Subscriber Details					
S. No.	*Name, Address, Description and Occupation	DIN / PAN / Passport number	No. of shares taken	DSC	Dated
1	MANJU VERMA 34/2A, West Patel Nagar Patel, Nagar S, O Central Delhi Delhi-India-110008 New Delhi Delhi 110008 Patel Nagar West Central Delhi India	A*Q*V*7*1*	3334 Equity,0 Preference		22/06/2024
2	RAKESH KUMAR VERMA 34 2A, WEST PATEL NAGAR, PATEL NAGAR S,O CENTRAL DELHI, 110008 New Delhi Delhi 110008 Patel Nagar West Central Delhi India	A*O*K*3*5*	3333 Equity,0 Preference		22/06/2024
3	MOHIT VERMA 34/2A, West Patel Nagar, Delhi Delhi-India-110008 New Delhi Delhi 110008 Patel Nagar West Central Delhi India	A*A*V*3*6*	3333 Equity,0 Preference		22/06/2024
Total shares taken			10000 Equity,0 Preference		

Signed before me					
Membership type of the witness (ACA/FCA/ACS/FCS/ACMA/FCMA)	*Name of the witness	*Address, Description and Occupation	DIN / PAN / Passport number / Membership number	DSC	Dated
FCS	Pritpal Singh Dua	5, Sant Isher Singh Nagar Pakhowal Road Ludhiana-141002 and Practicing Company Secretary	4*5*		22/06/2024

7 Shri / Smt Of resident of

aged years shall be the nominee in the event of death of the sole member.


For RAKESH RETAILS LIMITED
Director