

*******THE COMPANIES ACT, 2013**

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

*****PARLE INDUSTRIES LIMITED**

- I. The name of the company is **Parle Industries Limited**
- II. The Registered office of the company will be situated in the state of Maharashtra
- III. The objects for which the company is established are :

A. *** THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**

1. To establish, provide, perform consultancy services in the field of information technology, internet, intranet, systems engineering & e-commerce related technical & commercial consultancy services, import and export of know-how in the field of computers, artificial intelligence and other related fields and to develop technical expertise for providing technology and technical know-how in the field of computers and information technology, internet, intranet & e-commerce.
2. To establish, maintain and conduct business Management Schools, courses and programs, research technology development in the field of computers and information technology, internet, intranet & e-commerce. To formulate curriculum of study and training of own or in association with other institution/universities (in India or abroad) and to be a franchise agency to conduct courses of other institutions/universities and to sponsor courses and examinations to award certificates, diplomas, distinctions, prizes and awards etc. with a view to developing professional calibre of persons. To do all other lawful acts, deeds or things as may be incidental or conducive to the attaining of any of the above objectives.
3. To carry on the business of developing, improving, designing, marketing, selling and licensing software and program products of any/all description. To render technical assistance and service including maintenance in connection with the use, purchase, sale, import, export, lease or distribution, license, design manufacture of any machines, apparatus, appliance, system, component, electronic and electromechanical products and systems and program products.
4. To provide consultancy services related to the preparation and maintenance of accounting, statistical, scientific or mathematical information and reports, data processing, programming, collecting, storing, processing and transmitting information and data of every kind and description, systems analysis, and machine services for solving or aiding commercial, industrial scientific and research problems and for all other related business. To carry on the business of advisers and consultants on all matters and problems relating to the administration, organization, finance, management, personnel, commencement or expansion of industry and business (including construction of plants and buildings, production, purchases, sales, marketing, advertisement, publicity, personnel, export and import), and of institutions, concerns, bodies, associations

(incorporated or unincorporated), departments and services of the Government, public or local authorities, trusts, scientific research and development centers.

5. To act as service organization or bureau for providing advice and services in various fields - general administrative, secretarial, consultancy, commercial, financial, legal, economic, labour, industrial, public relations, scientific, technical, direct and indirect taxation and other levies, statistical, accountancy, quality control and data processing, and any other type of allied Management consultancy services.
6. To supply and provide, maintain and operate, design any engineering consultancy service applicable over the whole range of industry, trade, commerce and Information Technology.
7. To engage in and conduct the business of research; to carry on investigations and experiments of all kinds, to originate, develop and improve any discoveries, inventions, processes and formulae, particularly to manufacture, purchase or otherwise acquire, own hold, operate, sell or otherwise transfer, lease, license the use of, distribute or otherwise dispose of and generally to deal ,in, property of every kind and description, including without limitation to the generality of the foregoing, electronic, electrical and mechanical devices, apparatus, appliances and machines' and parts thereof especially for the creation, reproduction, amplification, reception transmission and retention of sound, signals, communication and also all other processes, matters and things.
8. To carry out scientific and technical research in any field whatsoever, and to develop, exploit and turn to account the knowhow and other fruits of such research developed in India or abroad. To carry on the business of developing, maintaining and operating of project for generating or generation and distribution of electricity or any other form of power or energy.
9. To design, develop, fabricate, manufacture, assemble, export from and import into India, buy, sell or otherwise deal in and to act as consultants or render services in connection with all kind of telecommunication equipments including terminal equipments, exchange equipments, electronic private automatic branch exchanges (EPABX), rural automatic exchanges (RAX), telephone instruments, switching exchanges, equipments, power line protective relay systems wave traps, measuring and testing instruments, wire group selectors and inter digital multi line connectors, power line carriers, communication equipment systems and all components, accessories, spare parts, kits and and sub-assemblies in respect thereof. To develop, maintain and operate and provide telecommunication services whether basic or cellular including radio paging, domestic satellite service or network of trunking and electronic data interchange, the telecommunication services be provided either by satellite owner and operated by an Indian Company or a foreign company.
10. To carry on the business of developing, constructing, maintaining, operating and leasing of industrial parks, IT Parks and Special economic zone, either individually or as a joint venture with any company/firm/consultant whether local or foreign.
11. **To carry on the business of Infrastructure and Real Estate Development such as to construct, improve, control, maintain and alter any building, factories, godowns, warehouses shops, stores, road, bridges, reservoirs, water courses, electric works and other works and other Real Estate Developments such as Builders and Developers.
12. ***To carry on the business of manufacturers, buyers, sellers, aggregators, intenders, traders, importers, exporters of and dealers, commission agent in all kinds of Paper waste and classes of paper, board and pulp including writing paper, printing paper, news printing paper, absorbent

paper, wrapping paper, tissue paper, cover paper, blotting paper, filter paper, antique paper, ivory finish paper, coated paper, art paper, bank or bond paper, badami, brown or buff paper, bible paper, cartridge paper, cloth lined paper, azure laid paper, cream laid wove paper, glassing, waxed paper, greaseproof paper, gummed paper, handmade paper, parchment paper, drawing paper, craft paper, manila paper, envelop paper, tracing paper, vellum paper, water proof paper, carbon paper, sensitized paper, chemically treated paper, carbon paper, litmus paper, photographic paper, glass paper, emery paper, pasteboard, cardboard, straw board, pulp board, leather board, mill board, corrugated board, box board, cartons, paper bags, paper boxes, post cards, visiting cards, waste paper, all other kinds of paper whatsoever, soda pulp, mechanical pulp, sulphite pulp, and all kinds of articles in the manufacture of which in any form, paper, board, or pulp is used, and also to deal, open franchise, aggregate, collect, paper waste, establish paper waste, collecting depot and logistic services and trade in or manufacture any other articles or things of a character similar or analogous to the foregoing or any of them or connected therewith.

13. ***To carry on in India or elsewhere the business of prospecting, exploring and to set, process, cut, excavate, dig, break, acquire, survey, develop, produce, manufacture, convert, finish, load, unload, handle, transport, buy, import, export, supply and to act as an agent, broker, adatia, stockiest, distributor, consultant or otherwise to deal in all sorts of Metal and Metal products, non-ferrous metals, Brass, Antimony, Lead, Nickel, Magnesium, Zinc, Tin, Lead Bronze, Phosphor Bronze, Aluminium Bronze, Manganese Bronze, Phosphor Copper, Copper Iron, Cupper Nickel, Alloys Ingots, Castings & Bronze Ingot, graphite, granite, Lead, limestone, Mica, Nickel, Potash, Sand, Brass, Silver, Stoneware, Titanium and other allied material, by products, mixtures, blends, residues, substances and to do all incidental acts and things necessary for the attainment of the above objects.
14. *****To carry on the business whether within or outside India of providing Total integrated facility management services to remote worksites, both onshore and offshore for their all types and kinds of projects including services such as supply of providing personnel's at various levels, food management and related activities thereto.
15. *****To carry on the business whether within or outside India of providing Total Integrated Facility Management services such as Hard & Soft Services, Assets Management, Engineering Services, Catering & Cleaning Services, Building Maintenance, Waste Management, Manpower deputation, Operation & Maintenance, Electrical Project Maintenance, Commissioning Assistance, Value Add services, Airport Services, for various industries and related activities thereto.
16. *****To carry on the business of developers, builders, masonary, contractors, real estate agents, managers, administrators in India or abroad, estates, buildings, flats, garages, houses or other landed properties of any description and any estate or interest therein. To carry on the business of preparing of building sites, construction, altering, erecting, improving and maintaining of houses, godowns, and other commercial purposes and other properties of any tenure and any interest therein, Information Technology park, townships, apartments, IT infrastructures, shelters, whether upon of otherwise, Special Economic Zone, and or residential, office, industrial institutional or commercial or developer or developers of townships, holiday resorts, hotels, motels and to equip the same or part thereof with all or any amenities and /or connected with internet gateways & information technology.

17. *****To carry on the business of imports, exports, manufacturing, trading and distribution of all variety of food and related products like frozen processed foods, Frozen / Chilled Meats, Poultry, Caviar, Smoked Salmon and Delicatessen Products, Dry Grocery, Oils and Vinegars, Truffles, Foie Gras, Pates, Bakery Items, Local Fresh Vegetables and Fruits, Local Seafood, Finfish and Shelled Fish, Dairy products, Beverages and Imported Gourmet Items.

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

1. To recruit engineers, technicians and chemists and train them.
2. To erect, construct, enlarge, acquire, work use, barter, repair, renovate, manufacture, buy, sell exchange, alter, improve, manipulate, refine, prepare for market, import, export, or otherwise handle or deal in plant, machinery, accessories, implements, apparatus, tools, appliance, utensils, substances, materials and things and commodities, wholesale or retail. Necessary or convenient or capable of being used in any of the above specified businesses or process or undertaking or usually dealt in by persons engaged in the line.
3. To buy or otherwise acquire, sell, distribute, market, import, export, and dispose off and to engage in the business of trading of all kinds of goods and services and carry on all kinds of agency business.
4. To set up Indenting Houses, Export House, Brokerage Houses and act as indenters, exporters and brokers on behalf of manufacturers, producers both in India and abroad.
5. To enter into agreements with any company of persons for obtaining by grant, license, or on other terms, formulas and other rights, benefits, technical information, know-how and expert guidance and equipments and machinery for the production and manufacture in India of the articles and things mentioned above and to arrange facilities for training of the technical personnel by them.
6. To acquire lands, develop them suitably by providing communication, power supply, water supply and other facilities and make them available on such terms, conditions as my agreed upon to any individual, firm, company, association or concern for the purpose of establishing a new industrial undertaking or for the purpose of shifting an existing industrial undertaking from any area.
7. To give technical know-how to manufacturers of aerated water and help them to improve performance, increase productivity, to inspect and render technical and engineering services for efficient maintenance and operation of plant and equipment.
8. To establish, provide, maintain, conduct or otherwise subsidize research laboratories experimental workshops for scientific and technical research and experiments and to undertake and carry on with all scientific and technical researches experiments and tests of all kinds to promote studies and research both scientific and technical investigation and invention by providing, subsidizing endowing or assisting laboratories, workshops, libraries, lecturers, meetings and conferences and by providing the remuneration of scientific or technical professors or teachers and by providing for the award of exhibitions, scholarships, prizes, grants and bursaries to students or independent students or otherwise and generally to encourage promote and reward studies, researches, investigation, experiments, tests and invention of any kind that may be considered likely to assist any of the business which the Company is authorized to carry on.
9. To acquire by concession, grant, purchase, barter lease, license or otherwise, either absolutely or conditionally and either alone or jointly with others any lands, buildings, machinery, plant, utensils, works, conveniences and other moveable and immovable property of any description and any

patents, trademarks, concessions, privileges and other rights, for the objects and business of the Company and to construct, improve, control, maintain and alter any building factories, godowns, warehouses shops, stores road, bridges, reservoirs, water courses, electric works and other works and convenience and to contribute, to subsidies or otherwise assist or take part in the construction, improvement, maintenance, working, management, carrying out or control thereof, necessary or convenient for the purposes of the company and to pay for such lands, buildings, works, property or rights or any other property and rights purchased or acquired by or for the Company by shares, debentures, debenture-stock, bonds or other securities of the Company or by cash or otherwise and to manage develop, sell, let on lease of for hire or otherwise dispose off or turn to account the same at such time or times and in such manner and for such consideration as may be deemed proper expedient.

10. To obtain or acquire by application, purchase, license or otherwise and protect and renew in any part of the world any patents, rights, brevets d'Invention, trademarks, designs, licenses, 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 which may seem capable of being used for any of the purposes of the Company and to exercise, develop or grant licenses in respect of or otherwise turn to any account the property, rights or information so acquired and to spend money in experimenting upon, testing or improving any such patents, inventions or rights.
11. To enter into any arrangement. with Government of India, Government of Maharashtra or any other Government or state or local authority, country or dominion or with any authorities local or Otherwise for the purpose of carrying out the object of the Company or furthering its interest and to obtain from such Government or authority person any characters, subsidize loans, indemnities, grants, contracts, licenses, rights, powers, concessions, privileges or immunities which the Company may think it desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privilege and concessions.
12. To purchase or otherwise acquire and undertake the whole or any part of (the business, property, rights, assets and liabilities of any person, firm or company carrying on any business which the company II authorised to carry out or the carrying on or which is calculated to benefit the Company or to advance its interests of possessed property or rights suitable for any of the purpose of the Company.
13. To procure Capital for or to provide machinery equipment and other (facilities to any Company, person or association having objects all together or in part similar to those of the Company or carrying on any business capable of being carried on as directly or indirectly to benefit the Company an4 to subscribe (or underwrite or otherwise deal with shares, debentures and securities of any such Companies or persons or associations.
14. To procure capital, machinery, equipment, property, technical knowhow, patents, license or any other facilities from any other Company, person" or association having objects all together, different or similar or partly similar to those of the Company carrying OD any business Capable of being carried on as directly or indirectly to benefit of the Company.
15. To grant or guarantee loans or advances to any Company, association or concern engaged in any industry or to assist its establishment development or expansion or to enable it to undertake and start Dew lines of production as approved by the Company.

16. To underwrite the issue of stock, shares, bonds, debentures by any Company association or concern engaged or proposing to engage in any industry.
17. To retain as part of its assets any Stock, shares, bonds or debentures which it may have to take up in fulfilment of its underwriting liabilities.
18. To sell, dispose off, let on lease or on hire, or transfer the business, property, assets and undertakings of the Company, or any part thereof, to any other company, association or concern for cash, stock or shares of any other company or for any other consideration which the Company may deem fit to accept on such terms and conditions as may be determined by the Company.
19. To promote and undertake the formation of any institution or Company for the purpose of ~acquiring all or any of the property and liabilities of any Company or for any other purpose which may seem directly or indirectly calculated to benefit the Company or from any subsidiary company or companies.
20. To sell, improve, manage, develop, exchange lease, mortgage, enfranchise, dispose off, turn to account or otherwise deal with all or any part of the property and rights of the Company.
21. To enter into any partnership or any arrangement for sharing profits, amalgamation, union or interest, co-operation, joint venture, reciprocal concession or otherwise with any person or company carrying or engaged in or about to carry on or engage in any business or transaction which the Company is authorised to carry on or engage in or any business, undertaking or transaction which may seem capable or being conducted so, as directly or indirectly to benefit the Company or to amalgamate with any other company having objects altogether or in part similar to those of the Company and to lend money to guarantee the contractors of or otherwise assist any such person or Company and to place, take or otherwise acquire or to be interested in, bold sell, deal in and dispose off shares, stocks, debentures and securities of any such company.
22. To borrow or raise or secure the payment of money by the issue of debenture bonds, obligations, deposit notes and securities of all kinds and to frame, constitute and secure the same as may seem expedient with power to make the same transferable by delivery or by instrument of transfer or otherwise and either perpetual or terminable and either redeemable or otherwise and to charge or secure the same by trust deed or otherwise, on the undertaking of the Company or upon any specific property and rights present and future, of the Company or otherwise howsoever and collaterally or further to secure any securities of the Company by a trust deed or other assurance subject to the provision of section 58A & R.B.I. directives.
23. To open accounts with any banks or financial institutions and to draw, make, accept, endorse, negotiate, discount, execute and issue promissory' notes, bills of exchange, hundies bills or lading, warrants, debentures and other negotiable or transferable instruments and to buy, sell and deal in the same.
24. To borrow or raise or secure the payment of money or to receive money on deposit at interest for any of the purpose 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 or without any security or by such other means as the Directors may in their absolute discretion deem expedient and in particularly by the issue of debentures or debenture-stocks perpetual or otherwise and as security for any such money so borrowed, raised, received and of any such debentures or debenture-stocks issued to mortgage, pledge or charge the whole or any part of the property and assets of Company, both present and future, including its, uncalled capital, by special, assignments or otherwise, or to transfer or convey

them absolutely or in trust and to give the lenders power of sale and other power as may seem expedient and to purchase, redeem or payoff any such securities provided that the Company shall not accept any such deposits for the purpose of doing banking business as defined in The Banking Regulation Act, 1949, subject to sec. 58A & R.B.I. Directives.

25. To invest and deal with the moneys' of the Company not immediately required for the purpose of the business of the Company in such shares or upon such securities or investments and in such manner as may from time to time be determined.
26. To lend and advance money or give credit to such persons, firms or companies and on such terms with or without security as may seem expedient and in particular to customers and others having dealing with the Company and to give guarantees or security for any such persons, firms or companies as may appear reasonable to the Directors, provided that the company shall not carry on the business of banking as defined in the Banking Regulation Act, 1949.
27. To accept stock or shares in or the debentures, mortgage debentures or other securities of any other Company in payment or part payment for any services rendered or for any sale made to or debit owing from any such company.
28. To pay all costs, charges and expenses incurred or sustained in or about the promotion and establishment of the Company on which the Company shall consider to be in, the nature of preliminary expenses including therein the cost of advertisings, commissions for underwriting and brokerage for placing or assisting to place shares or debentures, brokerage, printing and stationery expenses attendant upon the formation of agencies.
29. To pay all costs, charges and expenses incurred or sustained in or about the promotion and establishment of the Company on which the Company shall consider to be in, the nature of preliminary expenses including therein the cost of advertisings, commissions for underwriting and brokerage for placing or assisting to place shares or debentures, brokerage, printing and stationery expenses attendant upon the formation of agencies the same or any other manner allowed by law.
30. To issue, or guarantee the issue of or the payment of interest OD the shares, debentures, debenture stock or other securities or obligations, of any Company or association and to pay or provide for brokerage commission and underwriting in respect of any such issue.
31. To draw, make, accept, endorse, discount, negotiate and execute and issue and to buy, sell and in promissory notes, bills of exchange, bill of lading, cheques, hundies, shipping documents, dock warrants, warehouse warrants and other negotiable or transferable instruments.
32. To issue any, shares or stock or mortgages or debentures or debenture-stock of the Company at a premium or a fully or in any part of paid up and subject to the law for the time being in force to reserve or to distributes as bonus or dividend among the members or otherwise to apply, as the Company deems fit, any money received by way of premium on any shares, stock, mortgages, debentures or debenture stock of the Company.
33. To borrow or raise or secure the payment of money in such manner as the Company shall think fit and in particular by the issue of debentures or debenture stock, perpetual or otherwise, charged upon all or any of the Company's property (both present and future) including its uncalled capital and to purchase, redeem or payoff any such securities, subject to sec. SSA & R.B.I. Directives.
34. To receive grants, loans, advances or other moneys or deposit or Otherwise from State or Central Government, Banks, companies, trusts, Hindu undivided family, association, association of persons or individuals with or without allowance of interest thereon.

35. To invest the moneys of the Company, not immediately required in such manner, other than in the share of this Company, from time to time may be determined.
36. *Subject to the provisions of the Companies Act, 2013, to give to any class or section of those who have dealings with the Company any rights cover or in relation to any fund or funds, or a right to participate in the profits of the Company or in profits or any particular branch or part of its business or any other special privileges, advantages or benefits.
37. To establish and support or aid in the establishment and support of associations, Institutions, funds and conveniences calculated to benefit employees or ex-employees of the Company or its predecessor in business or dependents or connections of such persons and to grant pensions and allowances and to make payments towards insurance and to subscribe or guarantee money for charitable or benevolent objects or for any exhibition or for any public, educational, cultural, religions.
38. *To form, incorporate or promote any company or companies whether in India or any foreign country, having amongst its or their objects the acquisition of all or any of the assets control or development of the Company or any other objects or subject which in the opinion of the Company could or might directly or indirectly assist the Company in the development of its properties or otherwise prove advantageous to the Company and to pay all or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered in obtaining subscription for or placing or assisting to place or to obtain subscriptions for or for guaranteeing the subscription of or the placing or any shares. in the capital of the Company or any bonds, debentures, obligations or securities of the Company or any stock, shares, bonds, debentures. Obligations or securities of any other company held or owned by the company or in which the company may. have an interest or in or about the formation or promotions of the company or the conduct of the business or in or about the promotion or formation of any other company in which the company may have an interest, subject to provisions of the Companies Act, 2013.
39. To enter into any contract or arrangement for the more efficient conduct of the business of company or any part thereof and to subject any contracts from time to time.
40. To employ or pay experts, foreign consultant, etc., in connection with the planning and development of all or any of the business connected with the Company's Operations.
41. To employ and remunerate experts to investigate and examine into the condition, prospects, value, character and circumstances or any business or industrial concern and undertaking and generally of any assets, property or rights.
42. To sell, dispose off or transfer any industrial undertaking project or factory to any company or association or concern on such terms and conditions as may be determined by the Company.
43. To create any, reserve fund, sinking fund, insurance fund or any other Special fund whether for depreciation or for repairing, improving, extending or maintaining any of the property of the Company or for any other purpose conducive to the interest of the Company.
44. To undertake and execute any trusts the undertaking whereof may seem desirable, either gratuitously or otherwise.
45. To procure the registration or other recognition of the company in any .country, State or place outside India and to establish and maintain local registers and branches or places or business any part of the world.

46. To adopt such means of making known the business of the Company as may seem 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 periodical and by granting prizes, rewards and donations and Holding exhibitions, demonstrations and displays.
47. In the event of winding up, to distribute among the members of the Company in specie or in kind any property of the Company or any proceeds of sale or disposal off any property of the Company subject to the Companies Act.
48. To do or the above things in any part of the world and as principals, agents, contractors, trustees or otherwise and by or through trustees, agents or otherwise and either along or in conjunction with others.
49. To carry on business of manufacturers and dealers in machinery and plant of every description and kind and in particular machine tools, and implements, and to manufacture, produce, repair, alter convert recondition, buy, sell, hire, import, export, let out on hire, trade; and deal in machine tools and implements; other machinery, plant, equipment, article, apparatus, appliances, component parts accessories, fittings and things in any stage or degree of manufacture, process or refinement.
50. To manufacture, design, buy, sell, import, export, repair, distribute and deal in instrument valves, ball type check valves, gate valves, globe valves, forged body and bar stock valves, pressure gauge valves, wafer type valves, pulsation dampers manifolds for instrumentation.
- i. Water quality analysis systems and control panels
 - ii. Telemetry and process control equipment
- IV. *****The liability of the members is limited, and this liability is limited to the amount unpaid, if any, on the shares held by them.
- V. *****The share capital of the company is Rs. 65,00,00,000/- (Rupees Sixty Five Crore Only) divided into 6,50,00,000 (Six Crore Fifty Lakh) equity shares of Rs. 10/- (Rupees Ten Only) each.

*** Altered via Special Resolution passed in the Annual General Meeting of the Company held on 30.01.2007**

**** Altered via Special Resolution passed in the Annual General Meeting of the Company held on 29.01.2010**

***** Altered via Special Resolution passed in the Annual General Meeting of the Company held on 25.09.2018**

****** Altered via Special Resolution passed in the Annual General Meeting of the Company held on 29.09.2020**

******* Altered via Special Resolution passed in the Annual General Meeting of the Company held on 30.09.2024**

FOR PARLE INDUSTRIES LIMITED



Authorised Signatory