

SCHEDULE I

TABLE –A

MEMORANDUM OF ASSOCIATION OF

UJWAL INTERNATIONAL LOGISTICS PRIVATE LIMITED

(Private Company Limited by Shares incorporated under the Companies Act, 2013)

1st The name of the company is **“Ujwal International Logistics Private Limited”**.

2ndThe registered office of the company will be situated in the State of **KARNATAKA**.

3rd (A) THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:

1. To carry on the business of clearing and forwarding agents, courier and cargo handlers, handling and haulage contractors, warehousemen, common carriers by land, rail, water and air, container agents, to handle goods and passengers within the country and outside and to carry on the business of tour and travel operators and to act as customs agents, wharfingers, landing agents, stevedores and longshoremen.
2. To establish, organize, manage, run, charter, conduct, contract, develop, handle, own, operate and to do business as fleet carriers, transporters, in all its branches on land, air, water, & space, for transporting goods, articles, or things on all routes and lines on National and International level subject to law in force through all sorts of carries like trucks, lorries, trawlers, dumpers, coaches, tankers, tractors, haulers, jeeps, trailers, motor buses, omnibuses, motor taxies, railways, tramways, aircrafts, hovercrafts, rockers, space shuttles, ships, vessels, boats, barges and so on whether propelled by petrol, diesel, electricity, steam oil, atomic power or any other form of power.
3. To carry on the business as agents, distributors, merchants, importers, exporters, traders, contractors, warehousemen and to establish, maintain, operate and/or run agency lines in goods, stores, consumable items, durable merchandise, chattels and effects of every kind and description in any place in the world and without limiting the generality of the above, to carry on business as Selling Agents, Buying Agents, Factors, Mukadams, Carriers, Jath Merchants, Landing Clearing and Forwarding Agents, Commission Agents, Insurance Agents, Distributors and Stockiest, Brokers and or in any other capacity.
4. To carry on in India or elsewhere the business of direct selling, marketing, trading, importing, exporting, distributing, retailing, wholesaling, supplying and dealing in all kinds of food and agricultural products including but not limited to flours and flour-based products such as barley flour, besan (gram flour), bread flour, rice flour, wheat flour, pulse flour, sattu, soy flour, potato flour, tapioca and other cereal or root-based flours; rice and rice-based products such as brown rice, artificial rice, cooked rice,

puffed rice, rice flakes, rice noodles, rice vermicelli, rice crackers, rice cookies, rice pies, rice puddings, rice salads, rice vinegar, rice starch and other rice preparations; bakery and confectionery products such as biscuits, cookies, rusks, cakes, chocolates, chocolate-coated or filled confectioneries, vegan and fruit-based bakery products; spices, condiments and seasonings including turmeric, garam masala, mixed spices, powdered spices, spice extracts, food flavourings and flavouring blends of herbs, salt and spices, pan masala (as mints for breath freshening), and other food seasonings; coffee, tea, cocoa and their substitutes including brewed coffee, ground coffee, instant coffee, iced coffee, coffee beverages, herbal tea and tea-based drinks; and other edible and processed food items such as chutneys, honey, cereals, grains, corn chips, millet products, and savoury snacks including fafda and similar gram flour-based foods; and to undertake all related activities connected therewith or incidental thereto¹.

5. To carry on the business of Clothing, footwear, headwear, Under garments, Underarm clothing shields, Perspiration absorbent underwear, Lingerie, Brassieres, Undergarments and nightwear, T-shirts, shirts, trousers, dresses, sarees, kurtis, jeans, suits, innerwear, shoes, sandals, caps, hats, Articles of clothing for men, women, and children²

(B). MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE 3 (A) ARE: -

1. To acquire by purchase or otherwise build construct, alter, maintain, develop, improve enlarge, pull down, remove or replace and to work manage and control all buildings, offices, works, factories, mills, shops, plant, machinery, road ways, rail ways sidings, reservoirs, water-courses, electric works, and other works, and conveniences which may seem calculated directly or indirectly to advance the interest of the company and to join with any other person or company doing any of these things.
2. To exchange, mortgage, let on lease, royalty or tribute grant license easements, options, and other rights over and any other manner deal with or dispose the whole or any part of the undertaking property, assets, rights and effects of the company for such consideration as may be thought fit and in particulars of stocks, shares, whether fully or partly paid up securities of any company.
3. To enter into any arrangements with any Governments or authorities that may seem conducive to the attainment of the Company, object or any of them, and to obtain from any such Government or authority any rights, privileges, licenses and concessions, which the Company may consider necessary or desirable to obtain, and

¹ Inserted with the approval of members vide special resolution passed in the Extraordinary General Meeting of the Company held on 27 October 2025.

² Inserted with the approval of members vide special resolution passed in the Extraordinary General Meeting of the Company held on 27 October 2025.

to carry out, application use or comply with any such arrangement rights, privileges or concessions.

4. To pay for any properties rights or privileges acquired by the company and to remunerate any person, firm or body corporate rendering services to the company either by cash payments or by allotment of shares of the company as paid up in full or in part or otherwise.
5. To conduct and to undertake on experiments and to provide funds for research works and scholarships, stipend, remuneration and other payment or aid to any person or persons engaged in research work, or work connected with or conducive to research and to encourage and to improve knowledge of the persons who are engaged or likely to be engaged in energy business.
6. To guarantee the performance of any contract or obligation of the payments of money or dividends and interest on any stocks shares or securities of any company incorporation, firm or person in which such guarantee may be considered likely to directly or indirectly further the objects of the company or the interest of its shareholders and generally to give guarantees and indemnities.
7. To lend and advance money, either with or without securities and give credit to such persons, firms and companies and upon such terms and conditions as the directors may deem expedient.
8. Subject to the Banking Regulation Act of 1949, to open bank accounts of all kinds including overdrafts and to draw make accept endorse discount, negotiate, execute and issue cheques, bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments or securities.
9. To acquire from any person, firm or body corporate whether in India or elsewhere technical information, know-how, processes, engineering, manufacturing, operating know-how, data, plans, layouts, blue prints or any other information / material useful for the design, erection & operation of plants, required for the business of the company and to acquire any grant or license and other rights and benefits in forgoing matters and things.
10. To apply for purchase or otherwise, acquire and protect prolong and renew in any part of the world any patent rights, brevets de inventions, trademarks, designs, licenses, protections, concessions and the like conferring any exclusive or limited right to their use or any secret or other information as to any invention, process or privileges, which may seem capable of being used for any of the purpose of the company and to use, exercise, develop or grant licenses or privileges in respect of or

otherwise turn to account, the property rights and information so acquired and to carry on the business in any way connected therewith.

11. To establish, provide, maintain conduct or otherwise subsidize research and other laboratories training colleges, schools and other institutions for the training education and instruction of students and others employees who may desire to avail themselves of the same and to provide for the delivery and holding of lectures, demonstrations, exhibition classes, meetings, seminars and conferences in connection therewith.
12. The company shall borrow monies or otherwise borrowings from foreign entities, banks, NRI's, or any other individuals or any other bodies, subject to approval of Reserve bank of India(RBI) and or other Authorities as may be stipulated under Indian laws.
13. Subject to sections 2(31), 73 & 74 of the Companies Act, 2013, to receive money for business of the company and in particular by issues of debentures or debenture stock and to secure the repayment of any money borrowed raised or wing by mortgage, charges or lien upon all or any of the property or assets of the company (both present and future) including its uncalled capital and to purchase , redeem and payoff any securities but shall not carry on the business or banking as defined in the Banking Regulation Act.
14. To invest any money or funds of the company in such investments (other than shares or stock in the company) as may be thought proper and to hold, sell or otherwise deal in such investments, and to invest in any money market instruments, capital market instruments or make any deposits with banks or any other persons as deemed fit for the benefit of the objective.
15. To apply for tender or otherwise acquire any contracts, sub contract, licenses and concessions in relation to the objects of business herein mentioned or any of them and to undertake, execute, carryout, dispose off or otherwise turn to account same.
16. To sublet all or any contracts from time to time and upon such terms and conditions as may be thought expedient.
17. To acquire and hold the benefits and obligations of any other company with a third party under any agreement or contract including foreign, technical and financial collaboration agreements relating to any industry or business which the company is authorized to carry on.
18. To undertake such other business that may seem to the company capable of being conveniently carried on in connection with the above objects, directly or indirectly

to enhance the value or render profit to the company's property or rights or which it may be advisable to undertake with a view to improve, develop, render value to account any property real or personal belonging to the company or in which the company may be interested and to do all or any of the above things , agents ,contractors ,or otherwise and either alone or in conjunction with other and either by or through agents, sub-contractors, trustees or otherwise.

19. To enter into collaboration agreements as joint venture or otherwise with parties in India or abroad for the promotion, improvement, implementation of any or all the objects of the company.
20. To form, incorporate or promote any companies whether in India or elsewhere, having amongst its or their objects the acquisition of all or any of the assets or control or development of the company or any other objects 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 remunerate any person or company in any manner it shall think fit for services rendered or to be rendered in obtaining subscriptions for placing or assisting to place or to obtain the capital of the company or any bonds, debentures, obligation or securities of the company or any stocks, shares,bonds, debentures or securities of any other company held or owned by the company or in which the company or the conduct of its business of or in about the promotion or formation of any other company in which the company may have an interest.
21. To provide and arrange for technical, professional and management training, education and advise to any person or body in respect of any, matter or problem connected with or incidental to objects of the company.
22. To acquire and undertake the whole or any part of the business, property and liabilities of any person, firm or company carrying on proposing to carry on any business which the company is authorized to carry on and as part of the consideration for such acquisition, to undertake all or any of the liabilities of such person, firm or company or to acquire an interest in amalgamate with or enter into any arrangement for sharing profits or for cooperation or for limiting compensation or for mutual assistance with any such person, firm or company, and to give or accept by way of consideration for any of the acts or things aforesaid or property acquired any shares, debentures, debenture stock or securities that may be agreed upon and to hold, retain or sell, mortgage and deal with any share, debenture, stock or securities as received, or possessed of property suitable for the purpose of the company.
23. To take otherwise acquire and hold shares, debentures, debenture stock or securities in other company having similar objects.

24. To establish, provide, maintain and conduct or otherwise subsidize research laboratories and experimental workshops for scientific and technical researches, experiments and tests of all kinds and to promote studies and research, both scientific and technical, investigations and inventions by providing, subsidizing, endowing or assisting laboratories, workshops libraries, lectures meetings and conferences and by providing for the awards, scholarships, prizes and grants to students and employees or otherwise and generally to encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist any of the business which the company is authorized to carry on.
25. To process the H1 to L1 visas of the professionals for the same and open branches or appoint agencies for or in connection with any of the objects of the company.
26. 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 by publication of books and periodicals and by granting prizes rewards and donations, by sponsoring activities including sports, cultural activities and the like.
27. To establish and support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences calculate to benefit employees or ex-employees of the company, or its predecessors in business, or the dependents or connections of such persons and to grant pensions and allowances, and to make payment towards insurances, and to subscribe or guarantee money for charitable or benevolent objects, or any exhibition or for any public, general or useful object.
28. To enter into any arrangement with any Govt. or authority, municipal, local or otherwise, that may seem conducive to the company's objects or any of them, and to obtain from any such government or authority all rights, concessions and privileges which the company may think it desirable to obtain, and to carry out, exercise, and to comply with any such arrangements, rights, privileges and concessions.
29. To obtain any provisional order or act of the Government of India or any provisional Government for enabling the company to carry any of its main objects into other purpose which may seem expedient and to oppose any proceedings or applications which may seem calculated, directly or indirectly to prejudice the company's interest.
30. To enter into partnership or into any arrangement for sharing profits, union of interest cooperation, joint venture or reciprocal concession with any person or persons, firm or company or company's carrying on engaged in or about to carry on transaction which the company is authorized to carry on or which can be carried on in connection there with a view to directly or indirectly benefit to the company.

31. To grant licenses, easements and other rights over and in any other manner deal with or dispose of the undertaking, property , assets, rights and effects of the company, or any part thereof, for such consideration as the company may think fit and in particulars for shares, debentures or securities of any other company.
32. To amalgamate , with or to acquire and carry on any other business 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, and to give or accept by way of consideration for any of the acts or things aforesaid or property acquired, any share, debenture stock or securities that may be agreed upon and to hold and retain or sell, mortgage and deal with any shares, debentures, debenture stock or securities so received or given
33. To promote or join in the promotion of any company or companies for the purpose of acquiring all or any of the property rights and liabilities of that company, or for any other purpose which may seem directly or indirectly calculated to benefits this company and to underwrite shares and securities therein
34. Subject to the section 181 and 182 of the Company Act, 2013 to support, contribute and to make donations to persons or institutions either by cash or any other assets as may be thought directly or indirectly conducive to any of the company's objects or otherwise expedient and in particular to remunerate any person or cooperation introducing business to this company and to subscribe, contribute or otherwise assist or guarantee money for charitable, scientific, religious, or benevolent, national, public general or other objects or for any exhibition or for any public general or other objects and to establish and support or aid in establishment and support of employees or of persons having dealing with the company or the dependents, relatives or connections of such persons and in a particular friendly or other benefits societies and to grant pensions, allowances, gratuities and bonuses either by way of annual payments or a lumps and to make payments towards insurance and to form and contribute to provident and benefit funds of or for such persons.
35. To refer or agree to refer any claims, demands, disputes or any other questions by or against the company or in which the company is interested or concerned and whether between the company and the member or members of his or their representatives or between company and third party, to arbitration in India or at any place outside India, and to observe and perform and to do all acts, deeds matters and things to carry out or enforce the awards.
36. To invest and deal with the surplus moneys of the company in such manner as may from time to time be determined.

37. To draw, make, accept, endorse, discount, execute and issue of bills of exchange, promissory notes, bills of landing, warrants, and other negotiable or transferable instruments or securities. But not to do the business of banking as defined in the Banking Regulation Act, 1949.
38. To remunerate any person or company for services rendered, to be rendered in or about the formation or promotion of the company, or the conduct of its business.
39. To insure the whole or any part of the company either fully or partially, to protect and indemnify the company from the liability or loss in any respect either fully or partially, and also to insure and to protect and indemnify any part or portion thereof either on mutual principle or otherwise.
40. To borrow or raise money with or without security from any individual, firm, company, bank and financial institution or to receive money on deposits at interest or otherwise in such manner as the company may think fit by the issue of preference shares or debentures or debenture stocks, whether or not convertible into shares of this or any other company and in security of such money so borrowed, raised or received to mortgage, pledge or charge the whole or any part of the property, assets or revenue of the company, present or future, or pay of any such securities. The acceptance of deposits shall be subject to the provisions of the Companies Act, 2013, and the Rules framed there under and the directions issued by the Reserve Bank of India.
41. To draw, make, issue, accept, endorse, negotiate, buy, sell, discount or otherwise deal with bills of exchange, promissory notes, hundies, warrants, coupons, delivery orders and other negotiable commercial or mercantile instruments, securities or documents connected with the business of the company, but not to do the business of banking as defined in the Banking Regulation Act, 1949.

4th The liability of the member(s) is limited and this liability is limited to the amount un paid, if any, on the shares held by them.

5th The Authorized Share Capital of the company is **Rs. 5,00,000/-** (Rupees Five Lakh only) divided into **50,000** (Fifty Thousand Only) Equity Shares of **Rs. 10/-** (Rupees Ten only) each.