THE COMPANIES ACT, 2013

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

TIRUPATI FINCORP LIMITED

I. The Name of the Company is TIRUPATI FINCORP LIMITED

II. *The Registered Office of the Company will be situated in State of Maharashtra

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

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

1. To carry on the business of an Investment Company and to underwrite, subscribe to, invest in and acquire by gift or otherwise and hold, sell, buy or otherwise deal in shares, debenture, debenture stock, bonds, units and all kinds of negotiable instruments of whatsoever kind and description, obligation and all kinds of securities issued or guaranteed by Indian or Foreign Governments, States, Dominions, Sovereigns, Municipalities or Public Authorities or bodies and shares, stocks, debentures, debenture-stocks, bonds, obligations and securities issued and guaranteed by any company, corporation, firm or person whether incorporated or established in India or elsewhere and to manage investment and to act as Brokers, Merchant Bankers, Commission Agents, Managers and advisers to the issue and to make investments to movable, immovable properties.

2. To Invest money (not amounting to Banking Business) against personal guarantee or against the security of leasehold and freehold land, shares, securities, stocks, merchants and other property & assets and advance money to such persons, firms or Companies and upon such terms and subject to such conditions as may seem expedient."

MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN PART A:

1. To set up subsidiaries for providing such other activities which is capable of being conducted so as directly or indirectly to benefit the company and further to enter into any arrangement or contract with any person, association or body corporate whether in India or outside, for such other purposes that may seem calculated to be beneficial and conducive to the objects of the company.

2. To advance, deposit, or lend money, securities and property, (not amounting to the business of banking as defined under the Banking Regulation Act, 1949) to or with such persons, firms or bodies corporate as the Company thinks fit and in particular to customers and other having dealings with the Company and on such terms as may seem expedient, and to discount, buy, sell and deal in bills, notes, warrants, coupons and other negotiable or transferable securities or documents and to guarantee the performance of any contract by any such person.

3. To guarantee the payment of money secured by or payable under or in respect of bonds, debentures, debenture stock, contracts, mortgages, charges, obligations and other securities of any company or of any authority, Central, State, Municipal, local or otherwise, or of any person however, whether incorporated or not incorporated and generally to transact all kinds of guarantee business, and to further transact all kinds of trust and agency business.

4. Subject to such regulations and statutes of RBI, SEBI, IRDA or such other authorities as may be applicable from time to time, to carry on any business or branch of business which this Company is authorised to carry on by means, or through the agency, of, any subsidiary company or

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companies, and to organise, promote and incorporate such subsidiary company or companies, and to enter into any arrangement with such subsidiary company for taking the profits and bearing the losses of any business or branch so carried on, or for the financing of any such subsidiary company or guaranteeing its liabilities, or to make any other arrangements which may seem desirable with reference to any business or branch so carried on or for the financing any such subsidiary company or guaranteeing its liabilities, or to make any other arrangements which may seem desirable with reference to any business or branch so carried on including power at any time and either temporarily or permanently to close any such branch or business.

5. Subject to such regulations and statutes of RBI, SEBI, IRDA or any other authorities as may be applicable from time to time, to appoint or nominate Directors or Managers of any subsidiary company or of any other company in which this Company is or may be interested,

6. To subscribe for, conditionally or unconditionally, to underwrite issue on commission or otherwise take, hold, deal in, and convert stocks, shares and securities, of all kinds, and to enter into any arrangement for sharing profits, union of interest, reciprocal concession or cooperation with any companies, for the purpose of acquiring and undertaking any property and liabilities of this company, or of any other company or of advancing, directly or indirectly, the object thereof, or for any other purpose which this company may think expedient.

7. To lend and advance money and assets of all kinds or give credit on any terms or mode and with or without security to any individual, partnership or firm, body corporate or any other entity (including without prejudice to the generality of the foregoing any holding company, subsidiary or fellow subsidiary of , or any other company whether or not associated in any way with, the company), to enter into guarantees, contracts of indemnity and suretyship of all kinds, to receive money on deposits or loan upon any terms, and to secure or guarantee in any manner and upon any terms the payment of any sum of money or the performance of any obligation by any company (including without prejudice to the generality of the foregoing any holding company, subsidiary or fellow subsidiary of , or any other company associated in any way with, the company)

8. To purchase or otherwise acquire, and to sell, exchange, surrender, lease, mortgage, charge, convert, hold, turn to account, dispose of, and deal in real and personal property and rights of all kinds, and in particular lands, buildings, hereditaments, business concerns and undertakings, debenture stocks, mortgages, debentures produce, concessions, options, contracts, patents, annuities, licences, stocks, shares, securities, bonds, policies, book debts and claims, privileges and chose in action of all kinds, including any interest in real or personal property, and any claims against such property or against any person or company, and to carry on any business, concern or undertaking so acquired.

9. Subject to the provisions of the Act and statutes of RBI, SEBI, IRDA or any other authorities as may be applicable from time to time to receive money, securities, valuables, of all kinds on deposit or safe custody (not amounting to the business of Banking as defined under the Banking Regulation Act, 1949) and to borrow or raise money in such manner as the Company shall think fit and in particular by issue of debentures or debenture stocks (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 Company's property (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 body corporate of any obligation undertaken by the Company or any other person or company, as the case may be. However, the Company shall not accept or solicit any public deposits or access public funds or trade in its investments or carry on any other financial activity referred to in Section 45I(c) and 45I (f) of the Reserve Bank of India Act, 1934 except to the extent permitted by the regulations framed by Reserve bank of India, from time to time.

10. To draw, make accept, endorse, discount, execute and issue promissory notes, hundies, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments.

11. To open accounts with banks as may be deemed appropriate and operate all such accounts and authorize officials of the company to be authorized to operate such accounts

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12. To acquire from time to time and to manufacture and deal in all such stock-in-trade, plant and machinery, goods, chattels, and effects as may be necessary or convenient for any business for the time being carried on by the Company.

13. To invest and deal with the money of the Company not immediately required in such manner as the Company may deem fit.

14. To issue, subscribe for, purchase or otherwise acquire and sell, dispose of, exchange, hold, and deal in shares, stocks, bonds, debentures, and debenture stocks, public securities issued by any authority, Central, State Municipal, local or otherwise

15. To communicate with Chambers of Commerce and other mercantile and public bodies throughout the world and concert and promote measures for the protection of the trade, industry and persons engaged therein.

16. To subscribe to, become a member of, subsidise and co-operate with, any other association, whether incorporated or not, whose objects are altogether or in part similar to those of the Company, and to procure from and communicate to any such association, such information as may be likely to forward the objects of the Company.

17. To improve, manage, develop, grant rights or privileges in respect of, or otherwise deal with all or any part of the property and rights of the Company.

18. To vest any real or personal property rights or interest acquired by 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.

19. To purchase, take on lease, exchange, hire or otherwise acquire any movable or immovable property and any rights or privileges which the Company may think necessary or convenient for the purpose of its business.

20. To apply for, purchase or otherwise acquire, protect and renew in any part of the world patents, licences, concessions, patent rights, trade marks, designs and the like, conferring any exclusive or non-exclusive or limited right to their use, any secret or other information regarding any invention or research which may seem capable of being used for any of the purposes of the Company or the acquisition of which may seem calculated directly or indirectly to benefit the Company and to use, develop or grant licence in respect thereof or otherwise turn to account the rights or information so acquired and to expend money in experimenting upon, testing or improving any such patents, rights or inventions.

21. To acquire and undertake the whole or any part of the business, property or liabilities of any person, firm or body corporate, carrying on or proposing to carry on any business which the Company is authorised to carry on, or having property suitable for the purposes of the Company or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company.

22. To enter into any arrangement's with any Government or any Authority, supreme, municipal, local or otherwise that may seem beneficial to any of the Company's objects and to apply for, promote and obtain any Act of Parliament, privilege, concessions, licence, or authorisation of the Government or any other authority local or otherwise for enabling the Company to carry any of its objects into effect or for extending any of the powers of the Company and to carry out, exercise and comply with any such act, privilege, concession, licence or authorisation.

23. To pay for any rights acquired by the Company, and to remunerate any person, company or public bodies whether by cash payment or by allotment of shares, debentures or other securities of the Company credited as paid up in full or in part or otherwise.

24. To amalgamate, enter into any arrangement for sharing profits, union of interests, cooperation, joint venture or reciprocal concession, or for limiting competition with anybody corporate whether in India or outside carrying on or engaged in, or about to carry on or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the company and further to enter into any arrangement or contract with anybody corporate whether

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in India or outside, for such other purposes that may seem calculated to be beneficial and conducive to the objects of the company.

25. To establish, promote, or concur in establishing or promoting any company or companies for the purpose of acquiring all or any of the rights, liberties and properties of the Company or for any other purpose which may seem directly or indirectly calculated to benefit the Company and to place or guarantee the placing of, underwrite, subscribe for or otherwise acquire all or any part of the shares, debentures or other securities of any such other company or companies.

26. To lease, let out on hire, mortgage, pledge, hypothecate, sell or otherwise dispose of the whole or any part or parts of the undertaking of the Company or any land, business, property, rights or assets of any kind of the Company or any share or interest therein respectively in such manner and for such consideration as the Company may think fit, and in particular for shares, debentures or securities of any other body corporate having objects altogether or in part similar to those of the Company.

27. To pay any premium or salaries and to pay for any property, right or privileges acquired by the Company or for services rendered or to be rendered in connection with the promotion, formation of or the business of the Company or for services rendered or to be rendered by anybody corporate in placing or assisting to place or guaranteeing the placing of, any of the shares of the Company or any debentures, debenture stocks or other securities of the Company or otherwise either wholly or partly in cash or in shares, bonds, debentures or other securities of the Company, and to issue any such shares either as fully paid up or with such amount credited as paid up thereon as may be agreed upon, and to charge any such bonds, debentures or other securities upon all or any part of the property of the Company.

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

29. To adopt such means of making known the products, business and interests of the Company as it may deems expedient and in particular by advertising in the press, radio, television and cinema, by circulars, by purchase, construction and exhibitions of works of art or general interest, by publication of books and periodicals any by granting prizes, rewards and donations subject to provisions of law.

30. To procure the Company to be registered or recognised in any part of the world, outside the Union of India.

31. To take into consideration and to approve and confirm and/or carry out all acts, deeds or things that may be done or entered into with any person, firm or body corporate and to reimburse them for all costs and expenses that may be incurred in or in connection with the formation or promotion of the Company or subsidiary companies.

32. To establish and maintain or procure the establishment and maintenance of any provident fund or any contributory or non-contributory pension or superannuation fund and to give or procure the giving of donations, gratuities, pensions, allowances, emoluments, bonuses, profit sharing bonuses, benefits, or any other payment to any persons, who are or were at any time in the employment or service of the Company or its successors in business or of any company, which is a subsidiary of the Company as aforesaid and the sons, widows, families, dependents or connections of any such persons; and to provide for the welfare of all or any of the aforesaid persons from time to time by subscribing, subsidising or contributing to any institution, association, funds, clubs, trusts, sharing or other profit schemes and by building or contributing to the building of dwelling houses or quarters and by providing, subscribing or contributing towards places or institutions of recreation, hospitals and dispensaries, medical and other attendances; and to make payments to or towards the insurance of any such person as aforesaid and to do any of the matters aforesaid.

33. To aid peculiarly or otherwise, any association, body or movement having for its objects the solution, settlement or summoning of industrial or labour problems or the promotion of industry or trade.

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34. To subscribe or donate to or guarantee money for any national, philanthropic, charitable, benevolent, public, general, or useful object, fund or organization, association or institution or for any exhibition or for any purpose which the Board thinks fit from time to time

35. To make donations to such persons and in such cases and either of cash or other assets as the Company may think directly or indirectly conducive to any of its objects or otherwise expedient subject to provisions of law.

36. To undertake and execute any trusts either gratuitously or otherwise.

37. Subject to the provisions of the Gift Tax Act, 1958, and statutory amendments thereof the Company has power to make and receive gifts either in cash or other movable or immovable properties.

38. To distribute all or any of the property of the Company amongst the members in specie or kind or any proceeds of sale or disposal of any property of the Company but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law.

39. To do all or any of the above things in any part of the world as principals, agents, contractors, trustees, or otherwise by or through trustees, attorneys, agents or otherwise and either alone or in conjunction with others and to establish offices, agencies, or branches for carrying on the aforesaid objects in India or elsewhere in the world.

40. To do all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them.

41. To enter into any contract, agreement, arrangement or other dealings in the nature of collaboration or otherwise and/or filing in tenders for various contracts, which may seem profitable or beneficial to the company.

42. To purchase, take on lease or in exchange, hire, renew or otherwise acquire and hold any estates of interest and to let, sub-let in whole or in part develop, manage and exploit any lands, buildings, machinery easements, rights, privileges, plants, stock-in-trade, business concerns, option, contract claims, choose-in-action and any real and personal property of any kind necessary or convenient for any business of the Company.

43. To apply for, aid in, promote and obtain any Act of Parliament, charter, privilege, concession, license of authorization of any Government, State or Municipality, provisional order or license of any authority for enabling the company to carry any of its objects in effects or for extended any of the powers of the company or for effecting any modifications of the constitution of the company or for any other purpose which may seem expedient and to make representation against any proceedings or application which may seem calculated directly or indirectly to prejudice the interest of the Company.

44. To undertake, carry out, promote and sponsor rural development Including any programme for promoting the social and economic welfare of or the uplift of the public In any rural area and to Incur any expenditure on any programme of rural development and to assist execution and promotion thereof either directly or through an independent agency or in any other manner without prejudice to the generality of the foregoing "programme on rural development" shall also include any programme for promoting the social and economic welfare of or the uplift of the public in any rural area which the Directors consider it likely to promote and assist rural development and that the words "rural area" shall include such areas as may be regarded as rural areas under the Income Tax Act 1961, or any other law relating to rural development for the time being in force or as may be regarded by the Directors as rural area and Directors may in their discretion In order to Implement any of the above mentioned objects or purposes, transfer without consideration or at such fair or concessional value as the Directors may think fit and divest" the ownership of any property of the Company to or in favour of any public or local body or authority of Central Government or any other appropriate authority.

45. To undertake, carry out, promote and sponsor or assist any activity for the promotion and growth of national economy and. for discharging what the Directors may consider to be social and moral responsibilities of the Company to the public or any section of the public- as also any activity

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which the Directors consider likely to promote national welfare, or social, economic or moral uplift of the public or any Section Of the public and in such manner and by such means as the foregoing, undertake, carry out, promote and sponsor any activity for publication of any books, literature, newspapers etc., for organizing lectures or seminars likely to advance these objects or for giving merit awards, for giving scholarship, or loans or any other assistance to deserving students or other scholars or persons to enable them to pursue their studies or academic pursuits or researches and for establishing, conducting or assisting any Institution, fund, trust etc., having any one of the aforesaid objects, as one of its objects by giving donations otherwise In any other manner, and the Directors may at their discretion in order to Implement any of the above mentioned objects or purposes,' transfer without consideration of at such fair or concessional value as the Directors may think fit and divest the ownership of any property of the Company to or in favour of any public or local Body or Authority or central or State Government or any public institutions or Trust of Funds as approved by the central Government or State Government or any other appropriate authority.

46. To act as Registrars, issue house, transfer agent, merchant bankers as defined and registered with the Securities Exchange Board of India and liaison officers and generally to act as agents or representatives and to undertake accountancy, clerical and similar work.

47. To carry on the business of foreign exchange dealers/bureaus and deal and trade in all currencies of the world nations, deal, trade in all currencies of the world and participate in all money market instruments in the foreign exchange market.

48. To enter into contracts or arrangements for undertaking and execution of projects in the fields of engineering generally and to manufacture, buy, sell, repair, hire, store, develop and deal in all kinds of plant and other equipment including for generation, accumulation, transmission, distribution and supply of electricity, solar energy and other forms of power whether lighting, heating, cooling, sound, communications or otherwise for domestic, industrial or agricultural purposes.

49. To carry on and undertake the business of development and consultancy for financial services including leasing, hire, purchase, loans, investments, underwriting, broking, merchant banking, venture capital, factoring, project financing, banking, risk management, insurance, social security, pension funds, social venture and investment funds, foreign exchange, commodity futures, derivatives

IV. The liability of the members is limited and this liability is limited to the amount unpaid if any, or share held by them.

V. The Authorised Share Capital of the Company is Rs. 20,00,00,000/- (Rupees Twenty Crore only) divided into 2,00,00,000 (Two Crore) Equity Shares of Rs. 10/- (Rupees Ten) each with power to increase and decrease the same and to divide the share capital into several classes and to attach thereto, respectively, such rights, privileges & conditions, whether in regard to dividend, voting, return of capital, or otherwise, as may be determined by or in accordance with the regulations of the Company and to vary them subject to the provisions of the Companies Act, 2013.

a) Any shares of the original or increased capital may from time to time be issued with any such guarantee or any such right of preference, whether in respect of dividend, or of repayment of capital, or both, or any such other special privilege or advantage over any share previously issued, or then about to be issued, or with such deferred or qualified rights as compared with any shares previously issued or then about to be issued, or subject to any such provisions and conditions and with any special right or limited rights or without any right of voting, and generally on such terms as the Company may from time to time determine.

b) The right of the holders of any class of shares for the time being forming part of the capital of the Company may be, modified, affected, varied, extended or surrendered either with the consent in writing of the holders of three fourths of the issued shares of the class or with the sanction by Special Resolution passed at the meeting of the holders of these shares.

As amended vide Special business through Shareholders' approval on September 26, 2025 pursuant to the approval of change in the Registered office of the company.

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Names, Addresses, Description and Occupation of Subscribers	Signature of Subscriber	Names, Addresses. Description & Occupation of Witnesses
1. शान्ती मोदी पत्नी श्री. मोतीलाल मोदी हरसोली, जि. अलवर (राज.) व्यवसाय - व्यापार	Sd/-	Witness to all three subscribers Sd- (R. N. GOYAL) S/o Shri B. M. Goyal B-175, Bapu Nagar, JAIPUR-302015
2. CHINTAMANI AGARWAL Anand Nagar, Kharithal Dist. Alwar (Business)	Sd/-	
3. नीता अग्रवाल पत्नी श्री. गिरधारी लाला अग्रवाल 17, तेज मण्डी, अलवर व्यापार	Sd/-	
TOTAL		

Jaipur : Dated this 23rd Day of February, 1982,

TIRUPATI FINCORP LIMITED
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TIRUPATI FINCORP LTD
2nd Floor, Plot No. 36,
Opp. St. Joseph High School,
Pushpa Park, Daftary Road,
Malad (E), Mumbai - 400 097.