



राष्ट्रपति कार्यालय

Form I. R.

निगमन का प्रमाण-पत्र

Certificate of Incorporation

सं०...16711... दिनांक 1905

No.....16711..... of 19 83-84

मैं एतद् द्वारा प्रमाणित करता हूँ कि आज **सुभा लीजिंग**
फाइनेंस एण्ड इन्वेस्टमेंट कंपनी लिमिटेड

कंपनी अधिनियम 1956 (1956 का 1) के अधीन नियमित की गई है और यह
कंपनी परिमित है ।

I hereby certify that **SHUBRA LEASING FINANCE AND**
INVESTMENT COMPANY LIMITED

is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the
Company is limited.

मेरे हस्ताक्षर से आज ता. **15 अक्टूबर, 1905** को दिया गया ।

Given under my hand at **NEW DELHI** this **SEVENTH**
day of **OCTOBER** One thousand nine hundred and **Eighty-Three**



सुरज कपूर
कंपनी रजिस्ट्रार
SOORAJ KAPOOR
Registrar of Companies
DELHI & HARYANA

VISTAR AMAR LIMITED

MANAGING DIRECTOR



GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Registrar of Companies, Delhi

4th Floor, IFCI Tower, 61, Nehru Place, New Delhi, Delhi, INDIA, 110019

Corporate Identity Number : L67120DL1983PLC016711.

SECTION 13(1) OF THE COMPANIES ACT, 2013

Certificate of Registration of the Special Resolution Confirming Alteration of Object Clause(s)

The share holders of M/s SHUBHRA LEASING FINANCE AND INVESTMENT COMPANY LTD having passed Special Resolution in the Annual/Extra Ordinary General Meeting held on 26/09/2015 altered the provisions of its Memorandum of Association with respect to its objects and complied with the Section 13(1) of the Companies Act, 2013.

I hereby certify that the said Special Resolution together with the copy of the Memorandum of Association as altered has this day been registered.

Given under my hand at Delhi this Twenty First day of October Two Thousand Fifteen.

Signature Not Verified
Digitally signed by
Ministry of Corporate
Affairs - Govt of India
Date: 2015.10.21
13:13:01 +05:30

Shatrughan chauhan
Registrar of Companies
Registrar of Companies
Delhi

Mailing Address as per record available in Registrar of Companies office:

SHUBHRA LEASING FINANCE AND INVESTMENT COMPANY LTD
Shop No 232, 2nd Floor, Vardhman Fortune Mall, C Centre GTK IND Area, Landmark Near
Hans plaza,
Delhi - 110033,
Delhi, INDIA





सत्यमेव जयते

GOVERNMENT OF INDIA

MINISTRY OF CORPORATE AFFAIRS

Registrar of companies, Mumbai
Everest, 100 Marine Drive, Mumbai, Maharashtra, India, 400002

Corporate Identity Number: L05000MH1983PLC272707

SECTION 13(1) OF THE COMPANIES ACT, 2013

Certificate of Registration of the Special Resolution Confirming Alteration of Object Clause(s)

The shareholders of M/s SHUBHRA LEASING FINANCE AND INVESTMENT COMPANY LTD having passed Special Resolution in the Annual/Extra Ordinary General Meeting held on -- altered the provisions of its Memorandum of Association with respect to its objects and complied with the Section 13(1) of the Companies Act, 2013.

I hereby certify that the said Special Resolution together with the copy of the Memorandum of Association as altered has this day been registered.

Given under my hand at Mumbai this Twenty fourth day of October Two thousand sixteen.

Ministry of
Corporate Affairs
- Govt of India

POLA RAGHUNATH
DEPUTY ROC
Registrar of Companies
RoC - Mumbai

Mailing Address as per record available in Registrar of Companies office:

SHUBHRA LEASING FINANCE AND INVESTMENT COMPANY LTD

PLOT-A4, APMC-MAFCO Yard, Sector 18, Vashi, Navi Mumbai, Mumbai City,
Maharashtra, India, 400703





सत्यमेव जयते
GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies
Everest, 100 Marine Drive, Mumbai, Maharashtra, India, 400002

Certificate of Incorporation pursuant to change of name
[Pursuant to rule 29 of the Companies (Incorporation) Rules, 2014]

Corporate Identification Number (CIN): L05000MH1983PLC272707

I hereby certify that the name of the company has been changed from SHUBHRA LEASING FINANCE AND INVESTMENT COMPANY LTD to VISTAR AMAR LIMITED with effect from the date of this certificate and that the company is limited by shares.

Company was originally incorporated with the name SHUBHRA LEASING FINANCE AND INVESTMENT COMPANY LIMITED.

Given under my hand at Mumbai this Twenty fourth day of October two thousand sixteen.

Ministry of
Corporate Affairs
- Govt of India

POLA RAGHUNATH
DEPUTY ROC
Registrar of Companies
RoC - Mumbai

Mailing Address as per record available in Registrar of Companies office:

VISTAR AMAR LIMITED

PLOT-A4, APMC-MAFCO Yard, Sector 18, Vashi, Navi Mumbai, Mumbai City, Maharashtra, India,
400703





**GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS**

Registrar of Companies

ROC Bhavan, Ahmedabad, RoC Bhavan Opp Rupal Park Society, Behind Ankur Bus Stop, Gujarat, 380013, India

Corporate Identity Number: **L05000GJ1983PLC149135**

SECTION 13(5) OF THE COMPANIES ACT, 2013

Certificate of Registration of Regional Director order for Change of State

M/s VISTAR AMAR LIMITED having by special resolution altered the provisions of its Memorandum of Association with respect to the place of the Registered Office by changing it from the state of Maharashtra to the Gujarat outside the jurisdiction of existing RoC ROC Mumbai to the ROC Ahmedabad and such alteration having been confirmed by an order of Regional Director bearing the date 08/01/2024

I hereby certify that a certified copy of the said order has this day been registered.

Given under my hand at Ahmedabad this TWENTY EIGHTH day of FEBRUARY TWO THOUSAND TWENTY FOUR

Indrajit Vania

Assistant Registrar of Companies/ Deputy Registrar of Companies/ Registrar of Companies Registrar of Companies

Registrar of Companies

ROC Ahmedabad

Mailing Address as per record available in Registrar of Companies office:

VISTAR AMAR LIMITED

Survey No. 1943, Mangalkung, Railway Station Road, Opp Balashram, Porbandar, Porbandar, Porbandar- 360575, Gujarat, India



THE COMPANIES ACT, 2013
(A COMPANY LIMITED BY SHARES)
MEMORANDUM OF ASSOCIATION
OF
VISTAR AMAR LIMITED

- I. The Name of the Company "Vistar Amar Limited"
- II. The Registered Office of the Company will be situated in the State of Gujarat.
- 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 establish and carry on business and to act as processors, merchants, traders, commission agents, selling agents, buying agents, contractors, importers, exporters, carriers in all kinds of agricultural, marine, meat, dairy and poultry products whether raw preserved, frozen, dehydrated, canned converted or otherwise, their products, by products, and derivatives whether edible, pharmaceutical, industrial or of any other kind of nature whatsoever including jams jellies, pickles, cider, chutneys, marmalades, vinegars, sausages, ketchups, juices, powders, drinks, squashes, syrups, beverages, gelatins, collagel, essences, ice creams, milk and milk preparations, meat and meat products, fish and fish products, eggs, poultry products, fish meal, fruits, vegetables and all kind of foods.

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

- 2. To purchase, exchange or otherwise any movable or immovable property and any rights or privileges which the Company may deem necessary or convenient for the purpose of its main business.
- 3. To enter into partnership or into any arrangement for sharing profits, union of interest, joint venture, reciprocal concession or co-operation with persons or companies carrying on or engaged in the main business or transaction of this Company.
- 4. To import, buy, exchange, alter, improve and manipulate in all kinds of plants, machinery, apparatus, tools and things necessary or convenient for carrying on the main business of the Company.
- 5. To vest any movable or immovable property, rights or interests required by or received 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 favor of the Company.
- 6. To purchase, build, carry out, equip, maintain, alter, improve, develop, manage, work, control and superintend any plants, warehouse, sheds, offices, shops, stores, buildings, machinery, apparatus, labour lines, and houses, warehouses and such other works and conveniences necessary for carrying on the main business of the Company.

7. To undertake or promote scientific research relating to the main business or class of business of the Company.

8. To takeover the whole or any part of the business, goodwill, trade-marks properties and liabilities of any person or persons, firm, companies or undertakings either existing or new engaged in or carrying on or proposing to carry on business this Company is authorised to carry on, possession of any property or rights suitable for the purpose of the Company and to pay for the same either in cash or in shares or partly in cash and partly in shares or otherwise.

9. To negotiate and enter into agreements and contracts with Indian and foreign individuals, companies, corporations and such other organizations for technical, or any other such assistance for carrying out all or any the main objects of the Company or for the purpose of activity research and development of manufacturing projects on the basis of know-how, or technical collaboration and necessary formulas and patent rights for furthering the main objects of the Company.

10. Subject to Sections 230 to 232 the Act, to amalgamate with any other company of which all or any of their objects Companies having similar to the objects of the Company in any manner whether with or without the liquidation.

11. Subject to any law for the time being in force, to undertake or take part in the formation, supervision or control of the business or operations of any person, firm, body corporate, association undertaking carrying on the main business of the Company.

12. To apply for, obtain, purchase or otherwise and prolong and renew any patents, patent-rights, brevets, inventions, processes, scientific technical or other assistance, manufacturing processes know-how and other information, patterns, copyrights, trade-marks, licenses concessions and the like rights or benefits, conferring an exclusive or non-exclusive or limited or unlimited right of use thereof, which may seem capable of being used for or in connection with the main objects of the Company or the acquisition or use of which may seem calculated directly or indirectly to benefit the Company on payment of any fee royalty or other consideration and to use, exercise or develop the same under or grant licenses in respect thereof or otherwise deal with same and to spend money in experimenting upon testing or improving any such patents, inventions, right or concessions.

13. To apply for and obtain any order under any Act or Legislature, charter, privilege concession, license or authorization of any Government, State or other Authority for enabling the Company to carry on any of its main objects into effect or for extending any of the powers of the Company or for effecting and modification of the constitution of the Company or for any other such purpose which may seem expedient and to oppose any proceedings or applications which may seem expedient or calculated directly or indirectly to prejudice the interest of the Company.

14. To enter into any arrangements with any Government or Authorities or any persons or companies that may seem conducive to the main objects of the Company or any of them and to obtain from any such Government, authority, person or Company any rights, charters, contracts, licenses and concessions which the Company may think desirable to obtain and to carry out, exercise and comply therewith.
15. To procure the Company to be registered or recognized in or under the laws of any place outside India and to do all act necessary for carrying on in any foreign country for the business or profession of the Company.
16. To draw, make, accept, discount, execute and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and such other negotiable or transferrable instruments, of all types or securities and to open Bank Accounts of any type and to operate the same in the ordinary course of the Company.
17. To advance money either with or without security, and to such persons and upon such terms and conditions as the Company may deem fit and also to deal with the money of the Company not immediately required.
18. To undertake and execute any trusts, the undertaking of which may seem to the Company desirable, either gratuitously or otherwise.
19. To establish, or promote or concur in establishing or promote any Company for the purpose of dealing all or any of the properties, rights and liabilities of the Company.
20. To sell, mortgage, exchange, grant licenses and other rights improve, manage, develop and dispose of undertakings, properties, assets and effects of the Company or any part thereof for such consideration as may be expedient and in particular for any shares, stocks, debentures or other securities of any other such company having main objects altogether or in part similar to those of the Company.
21. Subject to the Provisions of Section 66 of the Act, to distribute among the members in specie or otherwise any property of the Company or any proceeds of sale or disposal of any property of the Company in the event of winding up.
22. To distribute as dividend or bonus among the member or to place to reserve or otherwise to apply, as the Company may, from time to time, determine any money received by way of premium on debentures issued at a premium by the Company and any money received in respect of forfeited shares, money arising from the sale by the Company of forfeited shares subject to the provisions of Sec 52 of the Companies Act, 2013.
23. To employ agents or experts to investigate and examine into the conditions, prospects value, character and circumstances of any business concerns and undertakings and generally of any assets properties or rights which the Company purpose to acquire.

24. To create any reserve fund, sinking fund, or any other such special funds whether for depreciation, repairing, improving, research, extending or maintaining any of the properties of the Company or for any other such purpose conducive to the interest of the Company.

25. Subject to the provisions of Section 179 of the Companies Act, 2013 and Section 182 & 183 of Companies Act, 2013, to subscribe contribute, gift or money, rights or assets for any national educational, religious, charitable, scientific, public, general or usual objects or to make gifts or such other assets to any institutions, clubs, societies, associations, trusts, scientific research associations, funds, universities, college or any individual, body of individuals or bodies corporate.

26. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation, provident or gratuity funds for the benefit of and give or procure the giving of the gratuities pensions, allowances, bonuses or emoluments of any persons who are or were at any time in the employment or service of the Company or any Company which is a subsidiary of the Company or is allied to or associated with the Company or with any such subsidiary company or who are or were at any time Directors or officers of the Company or any other Company as aforesaid and the wives, widows, families and dependents of any such persons and also to establish and subsidize and subscribe to any institutions, associations, club or funds calculated to be for the benefit of or advance aforesaid and make payment to any such persons as aforesaid and to do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.

27. To establish, for any of the main objects of the Company, branches or to establish any firm or firms at places in or outside India as the Company may deem expedient.

28. To pay for any property or rights acquired by or for any services rendered to the Company and in particular to remunerate any person, firm or Company introducing business to the Company either in cash or fully or partly-paid up shares with or without preferred or deferred rights in respect of dividend or repayment of capital or otherwise or by any securities which the Company has power to issue or by the grant of any rights or options or partly in one mode and partly in another and generally on such terms as the Company may determine, subject to the provision of Section 188 of the Act.

29. To pay out of the funds of the Company all costs, charges and expenses of and incremental to the formation and registration of the Company and any Company promoted by the Company and also all costs, charges, duties, impositions and expenses of an incidental to the acquisition by the Company of any property or assets.

30. To send out to foreign countries, its director, employees or any other person or persons for investigation possibilities of main business or trade procuring and buying any machinery or establishing trade and business concession or for promoting the interests of the Company and to pay all expenses incurred in the connection.

31. To compensate for loss of office of any Managing Director or Directors or other officers of the Company within the limitations prescribed under the Companies Act or such other statute or rule having the force of law and to make payments to any person whose office of employment or duties may be determined by virtue of any transaction in which the Company is engaged.

32. To agree to refer to arbitration any dispute, present or future between the Company and any other Company, firm, individual or any other body and to submit the same to arbitration in India or abroad either in accordance with Indian or any foreign system of law.

33. To appoint agents, sub-agents, dealers, managers canvassers, sales, representatives or salesmen for transacting all or any kind of the main business of which this Company is authorized to carry on and to constitute agencies of the Company in India or any other country and establish depots and agencies in different parts of the world.

IV. The Liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

*V. The Authorized Share Capital of the Company is Rs. 15,00,00,000/- (Rupees Fifteen Crores only) divided into 1,50,00,000/- (One Crore Fifty Lakh) Equity Shares of Rs. 10/- each with the rights, privileges and conditions attached thereto as per the relevant provisions contained in that behalf in the Articles of Association of the Company and with power to increase or reduce the same and to divide the shares in several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company for the time being in force, and to vary, modify, enlarge or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Act or provided by the Articles of Association of the Company for the time being in force.

VISTAR AMAR LIMITED

MANAGING DIRECTOR

*Altered MOA which has been approved by Members in Extra-ordinary General Meeting held on 19th March, 2024

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, and we respectively agree to take the number of shares in the Capital of the Company set opposite our respective names:--

Name, Addresses, description and Occupation of the Subscribers	Number of Equity Shares taken by each Subscribers	Signature of the Subscribers	Signatures of witness with Addresses and Occupation
Jatinder Pal Singh Johar S/o Late S. Joginder Singh Johar 5/30, Old Double Storey Lajpat Nagar-IV New Delhi-110024 Service.	1 (One)	Sd/- Jatinder Pal Singh Johar	
Kamal Khanna S/o Kewal Kumar Khanna D-159, Sarojini Nagar New Delhi Student.	1 (One)	Sd/- Kamal khanna	
Murli Dhar Agiwal S/o Shri Mohan Lal E-582, Greater Kailash-II, New Delhi-110048 Service.	1 (One)	Sd/- Murlidhar agriwal	
Sidharth Jain S/o Shri Shanti Parsad Jain. G-19, N. P. L. Colony, New Delhi-11006 Service.	1 (One)	Sd/- Siddhart jain	
Kanta Agal W/o Narayan Swarup Agal E-582, Greater Kailash-II, New Delhi Business Executive.	1 (One)	Sd/- Kanta agal	
Ashok Kumar Sharma S/o Shri. Chand Kishore Sharma H No. 2812, Behind Kali Masjid, Bazar Siraram, Delhi-110005. Service	1 (One)	Sd/- Ashok kumar Sharma.	
Rajiv Dhar S/o Jawahar Lal Dhar M.30, Greater Kailash-1, New Delhi-110048, Service.	1 (One)	Sd/- Rajiv dhar	