

THE COMPANIES ACT, 1956

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

IMAGICAAWORLD ENTERTAINMENT LIMITED*

[Formerly M/s Dream Park]

MEMORANDUM OF ASSOCIATION OF IMAGICAAWORLD ENTERTAINMENT LIMITED* a Company under Part IX of the Companies Act, 1956 made and entered this 20th Day of January, 2010 between:

(1) **M/s Thrill Park Limited**, Public Limited Company registered under the Companies Act, 1956 and having its registered office at 9th Floor, Lotus Business park, Off New Link Road, Andheri West, Mumbai – 400 053 through its Director namely Shri Manmohan R. Shetty hereinafter referred to as “THE PARTY OF THE FIRST PART”.

(2) **Mr. Manmohan Ramanna Shetty**, residing at 21, Golden Beach, Ruia Park, Juhu, Mumbai – 400 049, hereinafter referred to as “THE PARTY OF THE SECOND PART”.

(3) **Mrs. Shashikala Manmohan Shetty**, residing at 21, Golden Beach, Ruia Park, Juhu, Mumbai – 400 049, hereinafter referred to as “THE PARTY OF THE THIRD PART”.

(4) **Ms. Aarti Manmohan Shetty**, residing at 21, Golden Beach, Ruia Park, Juhu, Mumbai – 400 049, hereinafter referred to as “THE PARTY OF THE FOURTH PART”.

(5) **Mr. Kapil Vishnuprasad Bagla**, residing at 401/402, Asha Nagar, Thakur Complex, Kandivali East, Mumbai – 400 101 hereinafter referred to as “THE PARTY OF THE FIFTH PART”.

(6) **Mr. Chandir Gobind Gidwani**, residing at 1202, Ocean View, Union Park, Khar West, Mumbai – 400 052 hereinafter referred to as “THE PARTY OF THE SIXTH PART”.

(7) **Mr. Rajeev Dattatraya Jalnapurkar**, residing at Flat no.601-602 ,Balaji Kripa,3/2 Telang Road, Matunga [Central Railway],Mumbai – 400 019 hereinafter referred to as “THE PARTY OF THE SEVENTH PART”.

AND WHEREAS the parties hereto carrying on the business as partners in partnership firm of M/s Dream Park with effect from 1st April, 2009 and amended from time to time.

WHEREAS all the parties hereto had executed partnership deed dated 18th May, 2009 and that the firm has been carrying on the business and having its registered office at 9th Floor, Lotus Business park, Off New Link Road, Andheri West, Mumbai – 400 053 in the state of Maharashtra having been registered under the provisions of Indian Partnership Act, 1932 with the Registrar of Firms, Maharashtra, Mumbai under the Registration No.BA - 101538.

WHEREAS the parties hereto have mutually adjusted their respective rights and accounts in the said Partnership Firm so as to register into and as Joint Stock Company for continuing and carrying on the said business of the firm uninterrupted having capital of Rs. 10,00,000/- (Rupees Ten Lacs only) divided into 100,000 Equity Shares of Rs. 10/- each.

WHEREAS the parties hereto have mutually settled their shareholding as amongst themselves as the members of the Joint Stock Company as follows:

* (1) **Deletion of word Private from the name of the Company vide Special resolution passed at the Extra Ordinary General Meeting held on 13th February, 2010**

(2) **Name changed from Adlabs Entertainment Limited to “Imagicaaworld Entertainment Limited” pursuant to Special Resolution passed by way of Postal Ballot dated March 23, 2020**

Sr.No.	Name of the Partner	No. of Equity Shares of Rs. 10/- each
1.	M/s Thrill Park Limited	97,000
2.	Mr. Manmohan Ramanna Shetty	700
3.	Mrs. Shashikala Manmohan Shetty	1,000
4.	Ms. Aarti Manmohan Shetty	1,000
5.	Mr. Kapil Vishnuprasad Bagla	100
6.	Mr. Chandir Gobind Gidwani	100
7.	Mr. Rajeev Dattatraya Jalnapurkar	100

WHEREAS the said Joint Stock Company has been registered on the principal of having for its members the holders of the aforesaid shares and accordingly the members of the Joint Stock Company are only persons mentioned hereinabove and the shareholders hereto have for the better and efficient management and improvement of the said business agreed that the said Joint Stock Company be governed by the following objects, rules and regulations and shall continue to carry on and carry inter alia the business as hitherto fore carried on in the said partnership firm in the name and style of M/s DREAM PARK and for the purpose shall be entitled to the said firm and its business as a going concern together with all its assets and liabilities including inter-alia all licenses, permits, authorizations, advantages as also outgoings, whether provided and for/or continent and whether tangible or intangible and whatsoever and howsoever.

WHEREAS parties hereto have expressed their desire vide unanimous resolution dated 31st December, 2009 to register this Joint Stock Company within the meaning of section 566 of the Companies Act, 1956 as the Company limited by shares under the provision of Part IX of the Companies Act, 1956.

NOW THIS MEMORANDUM WITNESSETH AND IT IS HEREBY AGREED BY AND BETWEEN THE PARTIES HERETO THAT THEIR RIGHTS AND OBLIGATIONS BE GOVERNED BY THE FOLLOWING RESOLUTIONS THAT IS TO SAY:

In these presents, unless there be something in the subject or context inconsistent therewith the expression “Company” means the Joint Stock Company and the partners herein referred to and after registration of the Company, the Company so incorporated.

- I. The name of the company is IMAGICAAWORLD ENTERTAINMENT LIMITED*.
- II. The Registered Office of the company will be situated in the State of Maharashtra within the jurisdiction of the Registrar of Companies, Maharashtra at Mumbai.
- III. The objects for which the company is established are:
 - (A) MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:
 1. To carry on the business of conceptualizing, developing, planning, setting up, owning, managing, operating, acquiring, Amusement Parks, Entertainment Parks, Adventure Parks, Mythological Parks, Theme Parks, Spiritual Parks, to set up Entertainment Centers, Entertainment Arcades, Video Parlours, Bowling Alleys, Games Parlours, Sports Centers, Entertainment Software, to develop Tourist and Picnic Spots with or without boarding and lodging facilities and to provide all kinds of infra structure and supporting services like Restaurants, Hotels, Café, Taverns, Bars, Refreshment Rooms, Fast Food Outlets, Pubs, Inns, Health and Fitness Centers, Clubs, F & B Centers, Conference Rooms, Tourist and Taxi Services, Retail Malls, Entertainment Malls as may be necessary or expedient for conducting the aforesaid business of the company.

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

2. To buy, sell, alter, improve, manipulate, prepare for market, import, export and otherwise deal in all kinds of Plants, Machinery, Equipment, Apparatus, Tools, Utensils, Substance, Materials and things necessary for convenient carrying on any of the business of the Company.
3. To design rides, amusement rides , fun rides and create intellectual property of the same and deal in such generated and or acquired intellectual property rights.
4. To have live shows, theme shows, animal shows, movies shows in various formats like 2D,3D or higher versions.
5. To acquire by purchase, lease, exchange, or otherwise and equip, act as collaborators, technicians, financiers of any other Amusement Park, Entertainment Park, Theme Park, Spiritual Park, Entertainment Centre, and Entertainment Arcade.
6. To erect, construct, carry on and continue the erection or construction of, improve, enlarge, alter or maintain buildings, structures and works of every kind necessary or convenient for the purposes of the Company and its business.
7. To establish or otherwise acquire and take over as a going concern the undertaking and assets of any other individual, company, partnership firm, or an association of persons and to enter in to with them any agreements, arrangements, contracts or reciprocal arrangements, and with a view thereto to purchase, hire, take on lease, leave and license or exchange or on mortgage or otherwise acquire in whatsoever manner and hold or deal in moveable property including all kinds of machines, accessories, equipments and the like, and immovable property including lands, buildings, houses, flats, bungalows, shops, offices, godowns, patents, and the like and all rights, titles, interests and privileges therein and to develop and turn them to account or let them out on rent and to engage and employ, for wages, remuneration, emoluments or allowances all kinds of job workers, piece rate workers, permanent workers, temporary workers, casual workers, staff, officers, in employment or services of the Company and to provide all kinds of facilities for their general welfare.
8. To establish, construct, maintain, improve, manage, work, control, supervise and to negotiate, arrange and effect agreements or arrangement with any other person, partnership firm, body corporate, institution, association and the like and to prepare for market and to deal in merchandise of all kinds which may seem to the Company capable of being conveniently or normally carried on generally in business or calculated directly or indirectly to enhance the value of the property, rights, titles, or interests of the Company.
9. To appoint any person, firm or corporation or any or more of them to act as agent of the Company for the country or countries for promoting the objects of the Company.
10. To apply for, approve, sanction, make, negotiate, or finance any loan or financial assistance for the business of the Company.
11. To purchase, lease, hire, construct, provide, operate, equip & maintain land, building which may be necessary or convenient in the opinion of the Company for carrying on of such business or businesses.
12. To pay out of the funds of the Company all expenses which the Company may lawfully pay with respect to the formation and registration of the Company, of the issue of its capital, including brokerage and commission for obtaining applications for or taking, placing or underwriting of shares, debentures or other securities of the Company, subject to the limits and other terms and conditions as may be prescribed under the Companies Act, 1956 or by any other regulatory authority from time to time.
13. To acquire and undertake the whole or any part of the goodwill, business, concern, undertaking, property, rights, assets and liabilities of any person, firm, association, society, company or corporation carrying on any business which the Company is authorized to carry on or possessed of property suitable for the purpose of this Company, or to pay for the same by shares or debentures of this Company, or by cash or otherwise, or partly in one way and partly in another or others, and to conduct, expand and develop or wind-up and liquidate such business and to purchase and take steps for the acquisition of existing and new licenses in connection with any business.

14. To apply for, purchase or otherwise, acquire any patent, patent rights, copyright, trade marks, formulae, license, lease, concessions, conferring any exclusive, or limited right to use, or any secret or other information as to any investigation which may seem capable of being used for any of the purposes of the Company and to use, exercise, develop or grant licenses in respect of or otherwise turn to account the property rights, or information so acquired.
15. To amalgamate or enter into any arrangement for sharing of profits in union of interest, cooperation, reciprocal concession, lease, license or otherwise with any person carrying on any transaction which the company is authorized to carry on or engage in.
16. To enter into any arrangement with any Government or authority whether municipal, local or otherwise or any person, that may seem conducive to the Company's objects or any of them, and to obtain from any such Government or authority any rights privileges and concessions which the company may think desirable to obtain, and to carry out, exercise and comply with any such arrangement, rights, privileges and concessions.
17. To establish or support or aid in the establishment of and support associations, institutions, funds, trust and convenience for the benefit of past or present employees or Directors of the Company or the dependents of such person, and to grant pensions allowances, to make payments towards insurance, to subscribe or guarantee money for charitable or benevolent objects or useful objects for general public.
18. To promote any other company or companies having similar objects for the purpose of acquiring or taking over all or any of the property, right and liabilities of the company.
19. To do business as importers, exporters, buyers and sellers of, and merchants and dealers in, and of merchandise, goods, materials and machinery of all kinds, spare parts, accessories and equipments which may be needed to fulfill the objects of the Company.
20. To purchase or import, take on lease or hire or otherwise acquire movable or immovable property and any rights or privileges which the company may think necessary or convenient for the purposes of its business and in particular any land, buildings, easements, machinery, plant and stock-trade.
21. To invest and deal with the money of the company, not immediately required in such manner as may, from time to time, be thought fit subject to provisions of the Companies Act, 1956.
22. To lend and advance money or give credit to any person or company to give guarantee or indemnify for the payment of money or the performance of contracts or obligations by any person, to secure or undertake in any way the repayment of moneys lend or advanced to or the liabilities incurred by any person subject to the provisions of the Companies Act, 1956.
23. To borrow or secure money, in such manner as the company may think fit or to make repayment of any debt, liability, perform any contract entered into or the issue of debentures, 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 pay off any such securities.
24. To remunerate any person for services rendered, or to be rendered in placing or assisting to place or guaranteeing the placing of any of the shares in the Company's capital or any debentures or other securities issued by the Company.
25. To draw, make, accept endorse, discount, execute, and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable or transferable instruments.
26. To adopt such means of making known and advertising the business and products of the company as may be expedient.
27. To apply for, promote, and obtain any order, regulation or other authorization or enactment.
28. To procure recognition of the Company in any country or place outside India.
29. To issue or allot fully or partly paid shares in the Capital in payment or part payment of any movable or immovable property purchased or otherwise acquired by the company or any services rendered to the company.

30. To act as principals, agents, contractors, trustees or otherwise and by or through trustees, attorneys, agents or otherwise and either alone or in conjunction with others.
31. To take or hold mortgages, liens, and charges to secure payment, of the purchase price of any part of the company's property or any of it sold by the company, or any money due to the company from buyer.
32. To pay out of the funds of the company, all or any expenses which the company may lawfully pay for services rendered for formation and registration of the company and for promotion of the other company by it subject to the provisions of the Companies Act, 1956.
33. To insure any of the properties, undertakings, contracts, risk or obligations of the company in any manner whatsoever.
34. To make donations either in cash or in kind for such objects or cause as may be directly or indirectly conducive to any of the company's objects or otherwise expedient.
35. To aid and support, any person, association body or movement, whose object is solution, settlement or surmounting of industrial or labour problems or the promotion of industry trade or business of the Company or for the promotion of Science and Technology, Cultural activities, Sports environment rural development and other social and welfare activities.
36. To establish, or support associations, institutions, schools, hospitals, guest houses, clubs, funds, and trusts which may be considered beneficial to any employees or ex-employees and officers and ex-officers of the Company or the dependents of any such person.
37. To establish works, factories and other industrial and commercial undertakings in India or abroad to execute all or any of the above objects.
38. To apply for, tender, purchase or otherwise acquire any contract and concession for or relating to the constructions executions carrying out equipment improvement, management, administration or control or works and convenience and under take, execute, carry out, dispose off or otherwise turn to account the same.
39. To enter into negotiation or collaboration, technical, financial or otherwise with any person or Government for obtaining any grant, license or on other terms, formulate any other rights and benefits, and to obtain technical information, know-how and expert advice for the production, manufacture and export or sale of all types of goods and services which the company is authorized to produce or to deal in.
40. To create any depreciation fund, reserve, reserve fund, sinking fund, insurance fund or any special or other fund whether for repayment of redeemable preference shares, redemption of debentures or debenture-stock, for dividends, for equalizing dividends, for repairing, improving, extending and maintaining any part of the property of the Company.
41. To open and operate any type of bank accounts with the Bank and obtain credit facilities with or without securities for its business.
42. To train or pay for training in India or abroad for any of Company's or the company's objects.
43. To establish research and development centers for the business of the Company and to gather and disseminate knowledge and information of every kind.
44. To improve, manage, develop, mortgage, charge, sell, transfer, lease, under lease, surrender or otherwise deal with, dispose of or turn to account, all or any part of the business, immovable or movable property, rights and effects for the time being of the company in such manner, on such terms and for such purposes as the company may think fit and as to any sale of real property either in consideration of a gross sum or of rent or others and to sell, transfer or dispose of the whole of the undertaking of the Company or any part thereof, for cash or such other consideration as the Company may think fit, and in particular for shares, debentures or securities of any other company having objects altogether or in part similar to those of this Company.
45. To purchase, take on lease, rent, hire, occupy, or to be occupied otherwise and use any freehold, lease-hold or other immovable property and any lands, estates, shops, warehouses, show-rooms, offices, workshops, stock-in trade, waterways, easements or other rights or interests in any land, buildings and premises or any other immovable or movable, real or personal property or right which the Company may think necessary or convenient for the

purposes of its business, and as to any real property, either in consideration of a gross sum or of a rent charge in cash, services or kind or on perpetual lease rent in the manner aforesaid or partly in one way and partly in another or others.

46. To promote, form and aid in the promotion, formation and registration of any Companies for the purpose of acquiring all or any of the property, rights and liabilities of this Company having similar business and to transfer to any such Company any property of the Company, and to be interested in, or take or otherwise acquire, hold, sell or otherwise dispose of shares, stock, debentures and other securities in and to subsidize or otherwise assist any such Company.
47. To adopt such means of making known any activity and 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 periodicals by audio or video signals/images, by space net work, and by granting prizes, rewards and donations in regard to any subject, matter or event.
48. To apply for, promote, and obtain any Act, charter, privilege, concession, license, order, regulation, other authorization or enactment of any Government, State or Central, Municipality, Local Bodies, revisional order or license of any authority for enabling the Company to carry out any of its objects into effect or for extending any of the powers of the Company's constitution or for any other purpose which may directly or indirectly benefit the Company and to oppose any proceedings or applications which may seem calculated, directly or indirectly, to prejudice the Company's interest.
49. To procure the recognition for the company in any country, state or place and to establish and regulate agencies for the purpose of the Company's business and to apply or join in applying to any parliament, local government, municipal or other authority or body for any rights or privileges that may seem conducive to the Company's objects or any of them and to oppose any proceedings or applications which seem calculated directly or indirectly to prejudice the Company's interests.
50. To refer any claims, demands, disputes or any other question by or against the Company or in which the Company is interested or concerned and whether between the Company and the members or their representatives or between the Company and third parties to arbitration in India or at any place outside India and to observe, perform and to do all acts, deeds, matters and things to carry out or enforce the awards.
51. To give any employee or officers (including Directors) of the Company a share or interest in the profits of the Company's activity or business or part thereof and for that purpose to enter into any arrangement that the Directors might think fit.
52. To distribute any of the property of the Company amongst the members in specie or in kind, subject to the provision of the Companies Act, 1956 in the event of winding up.
53. To act as principals, agents, contractors, trustees or otherwise and by or through trustees, agents or otherwise, and either alone or in conjunction with others.
54. To establish a Trust or Trusts and/or appoint Trustees thereof from time to time and vest funds or any property in the trustees who shall hold and deal with such funds or property in such a manner as the Company may decide.
55. To subscribe, to become a member of any other Company, firm or association, whether incorporated or not whose objects are altogether or in part similar to those of this Company and to procure from and communicate to any such Company such information as may be likely to further the objects of this Company.
56. To acquire, subscribe, take up and hold shares, stocks, debentures, debenture stock, bonds, obligations and securities issued or guaranteed by any Company constituted or carrying on business in India or in any foreign country and debentures, debenture stock, bonds obligations and securities, issued or guaranteed by any government, sovereign, ruler, commissioners or public body or authority, supreme, municipal, local whether in India or abroad.
57. To take or otherwise acquire or hold shares in any other Company, firm or association having objects altogether or in part similar to those of this Company.

58. To acquire membership, recognition, dealership, licenses, permits registration or such other positions in and of universities, institutions, clubs, associations, exchanges, organizations and bourses in India and abroad.
59. To act as managers of or appoint managers or to nominate or appoint directors on the Board of Directors of any subsidiary company or of any other company in which the Company or may be interested.
60. To compensate for loss of office of any Directors or by virtue of any transactions in which the Company is engaged.
61. To do business which the Company is authorized to carry on by means, or through the agency, of any subsidiaries or any subsidiary of the Company's holding company, and to enter into any agreement with any such subsidiary for taking the profits and bearing the losses of any business so carried on, or for financing any such subsidiary or holding company or guaranteeing its liabilities, or to make any other arrangement which may seem desirable with reference to any business so carried on.
62. To enter into partnerships or into any arrangements for sharing profits, union of interests, co-operation, joint ventures, reciprocal concessions, licenses or otherwise, with any person, firm, association, society, company or corporation carrying on or engaged in or about to carry on or engage in any business or transaction which this company is authorized to carry on, and to give any person, firm or company, special rights, licenses and privileges in connection with the above.
63. To amalgamate with any other company having objects altogether or in part similar to those of this Company or otherwise.
64. To do in any part of the world any other business, which may seem to the Company capable of being conveniently carried on in connection with the above businesses or calculated directly or indirectly to further or facilitate the objects of the Company or to enhance the value of or render more profitable any of the Company's property.
65. To undertake, carry out, promote and sponsor or assist any activity for the promotion and growth of the national economy for discharging social and moral responsibilities of the Company to the public or any section of the public as also any activity which the Directors consider likely to promote national welfare or social, economic or upliftment of the people or any section of the people and in such manner and by such means undertake, carry out, promote and sponsor any activity for publication of any books, literature, newspapers or for organizing lectures or seminars likely to advance these objects for giving merit awards, scholarships, loans or other scholars or persons to enable them to prosecute their studies or academic pursuits or researches and for establishing, conducting or assisting any institution, fund, trust, having any of the aforesaid objects as one of its objects, by giving donations or otherwise any other manner and in order to implement any of the above mentioned objects or purposes transfer without consideration or as such fair or concessional value and divest ownership of any property of the Company to or in favour of any Public or property of the Company to or in favour of any Public or Local Body or Authority or Central or State Government or any Public Institution or Trust or Fund.
66. 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 any promotion thereof either directly or through an independent agency or in any other manner. Without prejudice to the generality of the foregoing "Programme of Rural Development" shall also include any programme for promoting the social economic welfare of or the uplift of the public in any rural area 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 or any other Act / law relating to rural development for the time being in force or as may be regarded as rural areas and in order to implement any of the above mentioned objects or purposes transfer without consideration or at such fair or concessional value and divest subject to the provisions of the Companies Act, 1956 the ownership of any property of the Company to or in favour of any public or local body or authority or central or state governments or any public institutions or trusts or funds.
67. To act as producers, distributors, sub-distributors, marketing agents, exporters or importers of feature films, television serials, advertisement films, documentary films, animation films, or any other entertainment software in any language Indian or Foreign; to organize, conduct, sponsor, manage, market events, concerts, stage shows, cultural shows, musical nites, beauty

contents, talent contests, chat shows, quiz programs, pageant shows or any other function, event in India or abroad; to provide services of pre and post production for feature films, television films and serials, animation films, advertisement films; to manage the affairs of and to provide training and career management services to actors, models, artists, technicians; to purchase, take on hire or otherwise acquire, films, talkies with exhibiting, distributing and renting rights and to sell, give on hire or otherwise assign the films, talkies and the rights so acquired and the company's production with their exhibiting, distributing and renting rights and / or to enter in to agreement / contracts to transfer or assign the rights of copyrights, negative rights, perpetual rights, music rights, performance rights, ring tone rights, video clip rights, satellite rights, home video rights, cable rights, internet rights, and such other rights as may be created and exploited of the feature films, television films, television serials, short films, animation films or any other entertainment software whether company's own production or acquired in any manner for exploitation by the Company : To manufacture, import, export and deal in all kinds of audio and video cassettes, compact discs and their tapes, components and spare parts and to set up facilities for the recording, reproduction, editing, transmission of pictures, sound, movement and music and to do such other things as are necessary and incidental to the business of entertainment industry in general

68. To set up, operate, own, run, maintain, manage, let license or otherwise franchise zones, centers and parks to provide services in the field of information technologies, cyber media presentation, internet remote services, Hosting e-mail server and services, web page designing, web pages, web site hosting, web server and services, video conferencing and Inter-net services provider (ISP) electronic and or Telecom commerce or marketing by way of Call Centre, BPO Services, Knowledge Process Outsourcing, and any other form of electronics or digital programmes and programme for general viewer ship through high-technology and net working and for this purpose, provide all kinds of administrative infrastructures, secretarial services, catering services and other supporting services as may be necessary or expedient for conducting the aforesaid business of the Company in India or abroad with or without foreign collaboration.
69. To establish, purchase, take on lease or hire or otherwise acquire and maintain and to sell, give on lease or hire to carry on the business of entertainment by conceptualizing, developing, planning, setting up, owning, managing, operating, imparting training, acquiring or selling rights, providing, producing, importing, exporting, manufacturing or otherwise dealing in all kinds of family entertainment centers, entertainment arcades, entertainment software, theatres including multiplex theatres, Television and Satellite Channels, Cable Network, Web Sites, studios or production units, bowling alleys, video parlours, entertainment sports, programmes, games, health and fitness centers, malls, amusement parks, cages, shopping arcades, fast food outlets, pubs, inns and business centers in India or abroad. To carry on business of publicity agents, marketing agents, media advisors and product promoters through all types of media such as newspapers, magazines, books, posters, hoardings, brochures, television, cinemas, web sites, internet, and any other audiovisual media.
70. To buy, take on hire or otherwise acquire all necessary machinery, cameras, instruments, apparatus, tools, sound recording sets, reproducing sets, reproducing machines, lighting sets, chemicals, dresses, ornaments, furniture, photographic and optical goods, cinematographic films, broadcasting and receiving sets and television sets, material for setting, decorating, computers and peripherals or any other articles required in connection with the business of the Company.
71. To carry on business of rendering services in respect of editing, dubbing, recording, animation, special effects, titling and sub-titling of films, telefilms, television serials, cinematographic films, video films, photographic pictures, video and audio catalogues.
72. To render services or extend assistance in conceiving, conceptualizing, designing, engineering, procuring, inspecting, erecting, commissioning, implementing, completing, managing, administrating and supervising all kinds of software development, value added services in Information Technology and Telecommunications, Internet including on line skills testing and certification facilities and intranet related services & solutions, multimedia related activities and solutions, supplying professionals for Information Technology assignments to overseas or in India and writing compact disc ROMs or other magnetic or electronic media and publishing the same.
73. To develop, manufacture, assemble, process, import, export, purchase, sell or otherwise deal in all kinds of software's and hardware including programmes, systems, data and other facilities relating to computer operations and data processing equipment of all kinds and in business machine including computers, its peripherals, printers, disk drives, tapes or other similar machines or their parts in India or abroad with or without foreign collaboration.

74. To transact and carry on all kinds of agency business and to be appointed and act as agents of any company concern and to do and perform all and singular the several duties, and authorities pertaining to such offices respectively and to comply with and to become bound by all restrictions, limitations and conditions pertaining to such offices respectively or imposed by the terms of any agreement or agreements entered into for any of the purposes aforesaid.
75. To carry on the business as merchants, traders, commission agents, representative, buying and selling agents, brokers, adatias, buyers, sellers, importers, exporters, dealers, collectors, distributors, indentures, manufacturers, or in any other capacity in India or elsewhere and to import, export, buy, sell, pledge, mortgage, advance upon or otherwise trade and deal in goods, produce, articles, and merchandise of any kind whatsoever.
76. To engage in all phases of business of health card, service card, credit purchasing card, cash card in any currency or denomination including issuance and servicing thereof and to collect, acquire, hold, dispose off and enforce premium, accounts receivables, bills, notes, bonds, claims and obligations of every description and to take all actions necessary or appropriate in connection therewith and to provide all services incidental thereto.
77. To carry on business, profession or vocation of acting as consultants, advisors, managers, trustees, attorneys and agents for all matters and problem arising out of or relating to or touching upon the fields of hotels, films technology transfer, marketing, finance, commerce, investment, real estate, foreign exchange management, taxation, international law, arbitration, administration, organization, management, techno-economics, costing and industries and enduring of services to individuals, firms, bodies corporate, institutions, concern and association (Whether incorporated or not and departments of the government) and all public and local authorities (Whether Indian or Foreign).
78. To conceptualize, develop, plan, set-up, own, manage, operate and or otherwise run or carry on the business, in India or elsewhere, of retail malls or departmental malls of all kinds of entertainment and entertainment arcades.
79. To develop, run, manage amusement parks, ropeways, travel and transport agencies, taxis and buses on hire, mountain tracking courses, skiing courses and to develop tourist and picnic spots in India or elsewhere with or without boarding and lodging facilities.
80. To promote entrepreneurship by creation, preservation, acquisition and dissemination of knowledge, distribution of facilities of higher education, to provide for efficient and responsive administration, scientific management and to continually offer opportunities of upgrading knowledge, training and skills in the context of innovations, research and discovery in all fields of human endeavor by developing higher educational net work with use of modern communication media and technologies appropriate for a learning society in India and abroad.
81. To undertake the business of Multilevel Marketing activities, preparation, production, negotiation and sales and distribution of samples, literature for direct mailing, and mail order sales, database management and sales of database, sourcing and buying of giveaways, point of sale, merchandising by methods such as postal, courier, facsimile transmission, telephone or door-to door selling and promotion and through mail order by catalogue, cable television including any other new methods that may be developed technologically in the future.
82. To conceptualize, promote, setup, establish, maintain or otherwise link all kinds of education campuses, colleges, universities or higher educational institutions or organizations to form inter-campus network for imparting or disseminating knowledge or information or skills in the field of information technology management, leadership, culture, philosophy and academic subjects through intranet, extranet, internet or such other network as may be invented from time to time.
83. To render scientific, technical, engineering, professional, commercial, and all other types of skilled services such as placement of know-how technology to and for the benefit of any individual, firm, trust, association, society, company, corporation, body corporate, organization, institution, public or local authority, government or government departments in India or abroad whether as advisors, consultants, trainers, developers or otherwise.
84. To carry on the business of setting up facilities for generation/distribution of all forms of energy, whether from conventional sources such as thermal, hydel, or from non-conventional sources such as tide, wind, solar, geo-thermal including operation/maintenance of facilities for generation and distribution of all forms of energy.

85. To conceive, design, construct, erect, set up, maintain, run, upkeep, manage and operate all kinds of aero and aqua sports, games, and parks for amusement, leisure recreation and entertainment and to provide all kinds of refreshments conveniences and attractions namely restaurants aero and balloon, riding, sliding, gliding, swimming, fountains, swings, waterfalls, river nm and canals.
86. To carry on the business of guaranteeing the performance of any control or obligation of any Company, firm or persons by and or guaranteeing the payment and repayment of the capital and principal of dividend or premium payable on any stock, shares, and securities, debentures, debenture-stock, mortgage loan and other securities issued by any Company, corporation, firm or persons including (without prejudice to the said generality) Bank overdrafts, bills of exchange and promissory notes and for the aforesaid purpose to act as agents for the collection, receipt or payment of money and to act as agents for and render services to customers and others, and generally of giving guarantees and indemnities provided that the Company shall not do any banking business within the meaning of the Banking Regulation Act, 1949.
87. To establish, provide, maintain and conduct or otherwise subsidize research laboratories and 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 and to promote studies and research, both scientific and technical, investigation and invention by providing subsidizing, endowing or assisting laboratories, workshops, sGhools, colleges, gurukuls, ashrams, educational institutions, libraries, lectures, meetings and conferences and by providing for the remuneration of scientific or technical professors or teachers and by providing for the award of exhibitions, scholarships, prizes and grants to students, alumni 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.
88. To publish, print, transmit and edit newspapers, periodicals, gazettes, bulletins and all kinds of publications including audio video images/signals through any methods or mediums.
89. To carry on the business of developing, manufacturing, producing, publishing, preparing, trading any books, journals, posters, pamphlets, news-letters, technical drawings, machine drawings, artistic drawings, paintings, brochures, advertising materials, encyclopedias, dictionaries, directories or any other form of printed material from consumption to final product preparation including all production, reproduction, preparation, conception steps such as phototypesetting, photocomposing, data entering, providing data capture services, providing and maintaining databases conceptualizing, providing artificial drawing services, providing computerized/ non-computerized drawing services, providing any form of pre-print services, providing translation services, designing, writing creating, editing, copyediting, proofreading, creating, colour improving, colour reproducing, colour printing, exposing imposing spread preparing, plate making, laser printing, digital printing, cover printing of Tset priming, printing in any form, any other services, not mentioned pamphlets herewith which is useful for developing, manufacturing, producing, publishing preparing any books, journals, posters, pamphlets, news-letters, brochures, advertisement materials, encyclopedias, dictionaries, directories, any presentation materials or any other form of printed material.
90. To export Gems, Jewellery, Diamonds, Precious Stones, Gold, Silver, Platinum and all kinds of Jewellery.

IV. The liability of the members is limited.

- V. (a) The Authorised Share Capital of the Company is Rs. 100,00,00,000/- (Rupees Eleven Hundred Crores Only) divided into 100,00,00,000 (One Hundred Crores) equity shares of Rs. 10/- (Rupees Ten Only) each and 1,00,00,000 (One Crore) Preference Shares of Rs. 100/- (Rupees One Hundred Only) each with a power to increase or reduce the capital of the Company in accordance with the provisions of the Companies Act, 2013 and to classify or reclassify the Share Capital.
- (b) The Paid up Capital of the Company shall be minimum Rs. 10,00,000 (Rupees Ten Lakhs Only).

The authorized capital was increased pursuant to special resolution passed in the EGM held on 26th September, 2012 from Rs 45 crores to Rs. 50 Crores.

- The authorized capital was further increased pursuant to special resolution passed in the EGM held on 31st August, 2013 from Rs 50 Crores to Rs. 200 Crores
- The authorized share capital has been increased from Rs. 200 Crores (20 Crore Equity Shares of Rs 10 each) to Rs 1100 Crores (60 Crore Equity Shares of Rs 10 each and 5 Crore Preference Shares of Rs. 100 each) pursuant to the ordinary resolution passed at the Extra-Ordinary General meeting held on 10th June 2022

The authorized share capital has been reclassified from Rs 1100 Crores (60 Crores Equity Shares of Rs 10 each and 5 Crores Preference Shares of Rs. 100 each) to Rs. 1100 Crores (100 Crores Equity Shares of Rs 10 each and 1 Crore Preference Shares of Rs 100 each), pursuant to the ordinary resolution passed by the Shareholders through Postal Ballot on July 31, 2024.

We, the several persons, whose names, address and description are subscribed hereunder 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 to our respective names:

Name, address, description and occupation of each Subscriber	Number of Equity Shares taken by each Subscriber	Signature of Subscribers	Signature of witness and his name address description and occupation
1. M/s Thrill Park Limited 9 th Floor, Lotus Business Park, Off New Link Road, Andheri West, Mumbai – 400 053 Authorised Represenative vide Board resolution Dated 14 th November, 2009 Mr.Manmohan Shetty S/o. Ramanna Shetty 21, Golden Beach, Ruia Park, Juhu, Mumbai – 400 049.	97000 (Ninety Seven)	Sd/-	
2. Mr.Manmohan Shetty S/o. Ramanna Shetty 21, Golden Beach, Ruia Park, Juhu, Mumbai – 400 049. Business	700 (Seven Hundred)	Sd/-	
3. Mr. Rajeev Jalnapurkar S/o. Dattatraya Jalnapurkar Flat No. 64 Akshar Mahal, C.S.No.246/10, Telang Road, Matunga (C.R.) Company Executive	100 (One Hundred)	Sd/-	Witness to All: Sd/- Rajeev Mittal S/o. Shri G.P.Mittal 212, Rewa Chambers, New Marine Lines, Mumbai – 400 020
4. Ms.Aarti Shetty D/o. Manmohan Shetty 21, Golden Beach, Ruia Park, Juhu, Mumbai – 400 049. Business	1000 (One Thousand)	Sd/-	Chartered Accountants
5. Mr.Chandir Gidwani S/o. Gobind Gidwani 1202,Ocan View, Union Park Khar West, Mumbai – 400 052. Business	100 (One Hundred)	Sd/-	
6. Mrs. Shashikala Shetty W/o. Manmohan Shetty 21, Golden Beach, Ruia Park, Juhu, Mumbai – 400 049. Business	1000 (One Thousand)	Sd/-	
7. Mr. Kapil Bagla S/o. Vishnuprasad Shetty 401/402, Asha Nagar, Thakur Complex, Kandivali East. Mumbai – 400 101 Corporate Executive	100 (One Hundred)	Sd/-	
	----- 100,000 (One Lac)		

Place: Mumbai
Dated: 20th January, 2010