

THE COMPANIES ACT, 2013
(COMPANY LIMITED BY SHARES)
MEMORANDUM OF ASSOCIATION
OF
NAGARJUNA AGRI-TECH LIMITED
(Company incorporated under Companies Act, 1956)

- I. The Name of the Company is **Nagarjuna Agri-Tech Limited**.
- II. The Registered office of the Company will be situated in the State of **Telangana**.
- III. **(A) THE OBJECTS TO BE PURSUED BY THE COMPANY :—**
 1. To manufacture, produce, process, prepare, improve, create, buy sell, distribute, Import, export, resell, trade whether as a wholesaler or retailer, transporter, stockiest, researcher, franchise holders, supplier concessionaire or otherwise to deal in all types of foods, beverages, including but not limited to fruits, vegetables, sea foods, meats, eggs, health foods, protein foods, food products, agro foods, fast foods, packed foods, poultry products, milk foods, health and diet drinks, carbonated and non-carbonated drinks, fruit juices, fruit pulp, milk, aerated water, soft drinks, soft drinks concentrates, syrups, effervescent drinks, tea, coffee, mineral water, solvents, mixtures, by-products, intermediates & ingredients, whether made of natural or synthetic materials, jams, jelly, pickles, chutneys, vinegars, sauce, extruded foods, frozen foods, dehydrated foods, precooked foods, canned foods, preserved foods, bakery products and confectionery items such as breads, biscuits, sweets, cakes, pastries, cookies, wafers, condoles, lemon drops, chocolate, toffees, tinned fruits, chewing gum, bubble gum, detergents, pickles, squashes, sausages, nutrient, health and diet foods / drinks, extruded foods, confectionery items, sweets, cereals products, snacks products, concentrates and flavors (liquid and powder form), food colours, baby foods, namkeen products, frozen items, desserts, and allied food and beverage items, through retail outlets, kiosks, quick service restaurants (QSR), cafes, cloud kitchens, both physical and digital all other processed and non-processed foods and food of every description.
 2. To engage in the business of setting up and operating Quick Service Restaurants (QSRs), cloud kitchens, and food service formats, offering fast food and packaged or ready-to-eat meals, dine-in or takeaway services and to develop and expand a retail network across domestic and international markets, either directly or through franchisees, licensees, or agents.
 3. To carry on the business with digital commerce platforms, quick commerce partners, and food delivery applications for the sale, delivery, and marketing of the company's products and services, and to collaborate with third-party technology providers, aggregators, and logistics partners for online and mobile-based ordering and delivery systems.
4. **(B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) ARE:-**
 1. To negotiate and enter into agreements with India or foreign bodies for technical assistance, technical know-how and collaboration in setting up of any of the activities of the Company.

***Adopted new set of MOA vide Special Resolution passed at Extra Ordinary General Meeting held on 28th July, 2025.**

2. To establish maintain, agencies, branches or appoint representative, agents, canvassers, selling and buying agents in India or abroad for sale, purchase, hire, distribution or for any one or more of the object of the Company and to regulate and discontinue the same.
3. To operate branch of a business which this Company is authorized to carry on by means, or through the agency of, any subsidiary company for taking the profits and bearing the losses of any business or branches so carried on, or to make any other arrangement 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.
4. To enter into partnership or into any arrangement for sharing profits, amalgamation, union of interest, co-operation, joint ventures, reciprocal concession or otherwise or amalgamate with any person or Company carrying on or engaged in, or about to carry on or engage in any business or transaction which the Company is authorized to carry on or act on and to take or otherwise acquire securities of any such Company and to sell, hold, reissue with or without guarantee or otherwise deal with the same.
5. To enter into foreign or Indian technical or any type of collaboration, partnership or into any arrangement for sharing of profits, union of interest, cooperation, joint ventures, reciprocal concession or otherwise with any person, firm, corporation or government carrying on, engaged in or about to carry on engage in any business undertaking to guarantee contracts or otherwise acquire and hold securities of any such persons forms or companies, to sell, hold, re-issue with or without deal with the same.
6. To acquire and undertake the whole or any part of the business property and abilities of any person, firm or any Company carrying on the business which the Company is authorized to carry on or possessed of property suitable for the purpose of the Company.
7. To purchase, take on lease or otherwise acquire any land grants, concession and easement and heir ditament or other properties and real personal properties, patents, licenses, rights or privileges required for the main object of the Company and to construct, maintain and alter any total offices, buildings or works necessary or convenient for the purpose attaining the objects of the Company.
8. To acquire, build, construct, improve, develop, give or take in exchange or on lease, rent, hire, occupy, allow, control, maintain, operate, run, sell, dispose off, carry out or alter as may be necessary or convenient any lease-hold or freehold lands, movable or immovable properties, including building, workshops, warehouse, stores, easement or other rights, machineries, plant, work, stock in trade, industrial colonies, conveniences together with all modern amenities and facilities such as housing, schools, hospitals, water supply, sanitation, townships and other facilities or properties which may seem calculated directly or indirectly to advance the company's objects and interest either in consideration of a gross sum of a rent charged in cash or services
9. To apply for, purchase, acquire, and protect, prolong and renew in any part of the world any patents, patent rights, brevets invention, licences, protections and concessions which may appear likely to be advantageous or useful to the company and to use and turn to account and or grant licences or privileges in respect of the same and to spend money in experimenting upon and testing and improving or seeking to improve any patents, inventions or rights which the company may acquire or proposes to acquire.

10. To establish, provide, maintain and conduct or subsidise research laboratories and experimental workshops for scientific and technical researches, experiments and tests of all kinds and devices and/ or to sponsor or draw out programmes for promoting scientific, technical, social, economic and educational research and development and assist in the execution and promotion of such programmes either directly or through an independent agency or in any other manner, directly or indirectly and to secure such approvals, exemptions and/or recognitions under the Income Tax Act, 1961 and any other law for the time being in force and to promote studies and researches both scientific and technical investigations, endowing or assisting laboratories workshops, libraries, lectures, meetings and conferences and by providing or contributing to the award of scholarships, prizes, grants to students and generally to encourage, promote inventions of any kind that may be considered useful to the company.
11. To form incorporate, promote, purchase, acquire, undertake or takeover, the whole or any part of the business, profession, goodwill, assets, properties (movable or immovable), contracts, agreements, rights, privileges, effects, obligations and liabilities of any persons, firm or company or companies carrying on all or any of proposing to carry on or ceasing to carry on any business, profession or activities which the company is authorized to carry on or the acquisition of all or any of the properties, rights and assets of any company or subject to the provisions of the Companies Act, 2013, the control and management of the company or the undertaking of the acquisitions of any other object or objects which in the opinion of the Company could or might directly or indirectly be beneficial or advantageous to the Company and to pay all or any of the costs and expenses incurred in connection with any such promotion or incorporation or takeover or acquisition and to remunerate any person, firm or company in any manner, it shall think fit for services rendered or to be rendered for and in respect of such promotion or incorporation or takeover or acquisition or in obtaining subscription of or the placing of any stocks, bonds, debentures, obligations or securities of any such company or companies, subject to the provisions of the Companies Act, 2013.
12. Subject to the provisions of applicable law to procure registration, incorporation or recognition of 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, Indian or foreign for any rights or privileges that may seem conducive to the Company's objects or any of them and to oppose any bills, proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interest.
13. To acquire or amalgamate, absorb or merge with any other company or companies or to form, promote subsidiaries having objects altogether or in part similar to those of this company.
14. To enter into arrangements with any government or authorities municipal, local or any persons or company in India or abroad that may seem conducive to the objects of the company or any of them and to apply for, secure, acquire, obtain from such government, authorities, persons or company any right, privileges, powers, authority, charters, contracts, licences, concessions, grants, decrees, rights which the Company may think desirable.
15. To pay all costs, charges and expenses of and incidental to the promotion, formation, registration and establishment of the Company and charges in connection therewith and/ or make donations (by cash or other assets) to remunerate by allotment of fully or partly paid shares or by a call or

option on shares, debentures, debenture stocks or securities of this or any other company or in any other manner, whether out of the Company's capital or profits to any person, firm, company assisting to place or guaranteeing the subscription of other security of the company in or about the formation or promotion of the Company or for any other reason which the company may think fit subject to the provisions of the Companies Act, 2013.

16. To do all or any of the above things in India or in any part of the world as principals, agents, contractors or trustees and either alone or in conjunction with others.
17. Subject to provisions of Companies Act, 2013 and the rules framed there under and the directives issued by the Reserve Bank of India, to borrow or raise money or to take money on loan on interest from banks, financial institutions, government agencies, co-operative societies, persons, companies, firm, in such manner as the Company may think fit and in particular by the issue of debentures or debenture-stock, perpetual including debentures or debenture stock convertible into shares of this Company or perpetual annuities and in security of any such money borrowed, raised or received to mortgage, pledge, hypothecate, or charge the whole or any part of the properties (movable or immovable) assets or revenue of the Company present or future including its uncalled capital by special assignments or to transfer or convey the same absolutely or in trust and to give the lenders power of sale and other powers as may be deemed expedient and to purchase, redeem or pay off any such securities. The Company shall not carry on any banking or insurance business which may fall within the purview of Banking Regulations Act, 1949 or the s Act, 1938, respectively.
18. To make, draw, accept, endorse, discount, execute, negotiate, assign, and issue cheques, promissory notes, drafts, hundies, bonds, railway receipts, bills of exchange, bills of lading, warrants, debentures, and other negotiable or transferable instrument.
19. To guarantee the payment of money secured or unsecured by or payable under or in respect of any promissory notes, bonds, debenture stocks, contracts, mortgages, charges, obligations, instruments and securities of any company or of any authority, central, state, municipal, local or of any person whomsoever whether incorporated or not incorporated and generally to guarantee or become sureties for the performance of any contracts or obligations of any person, firm or company and to guarantee the repayment of loan with interest availed from Financial institution/s, Banks, availed by any person, company, firm, society, trust or body corporate.
20. To guarantee or become liable for the performance of the obligations and the payment of interest on any debentures or securities of any company, corporation or association or a persons in which such guarantees may be considered beneficial or advantageous, directly or indirectly to further the objects of the Company or the interest of the members.
21. Subject to the provisions of the Companies Act, 2013 to accumulate funds and to invest or deal in with and invest money belonging to the Company in any deposits, stocks, debentures, debenture-stocks, kinds obligations, or securities by original subscription, participation in syndicates having similar objects and to tender, purchase, exchange and to subscribe for the same and to guarantee the subscription thereof and to exercise and enforce all the rights and powers conferred by or incidental to the ownership thereof.

22. To open and operate current, overdrafts, loan, cash credit or deposit or any other type of accounts with any banks, company, firm, association or person.
23. To undertake, carry out, promote and sponsor rural or semi urban or urban development including any programme for promoting the social and economic welfare or uplift of the public in any such area and to incur any expenditure on any programme of rural, semi-urban and urban development and to assist execution and promotion thereof either directly or through an independent agency or in any other manner.
24. To undertake, carry out, promote and sponsor or assist any activity for the promotion and growth of national economy and for the discharging of social and moral responsibilities of the Company to the public or any section of the public as also any activities to promote national welfare or social, economic and without prejudice to the generality of the foregoing, undertake, carry out, promote and sponsor any activities for publication of any books, literature, news-papers or for organizing lectures or seminars likely to advance these objects or for giving merit awards or scholarships, loans or any other assistance to deserving students 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, funds or trusts having any one of the aforesaid objects as one of its objects by giving donations and/or contributions, subsidies and/or grants or in any other manner.
25. To donate, gift, contribute, subscribe, promote, support or aid or assist or guarantee money to charitable, benevolent, religious, scientific, national, public or to other institutions, funds or objects, or for any public, general or other objects and to accept gifts, bequests devices and donations from any firm, company or persons as may be thought appropriate or conducive to the interest of the Company.
26. To create any depreciation fund, reserve funds, sinking fund, or any other special fund whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company or for redemption of debentures, redeemable preference shares or gratuity or pension or for any other purpose conducive to the interest of the Company.
27. Subject to provisions of the Companies Act, 2013, to place, reserve, distribute, as dividend or bonus or to apply as the Company may from time to time determine any moneys received in payment of dividend or money arising from the sale of forfeited shares or any money received by way of premium on shares or debentures issued at a premium by the Company.
28. To refer or agree to refer any claims, demands, disputes or any other questions by or against company or in which the company is interested or concerned and whether between the Company and the member or members or his or their representatives or between the Company and third party 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.
29. To use trademarks, trade names or brand names for the business activities products and goods and adopt such means of making known the business and products in which the company is dealing as may seem expedient and in particular by advertising on radio, television, newspapers, magazines, periodicals, by circulars, by opening stalls and exhibition, by publication of books and periodicals, by distributing samples and by ranting prizes, rewards and awards.

30. To undertake the payment of all rent and the performance of all covenants, contracts, conditions and agreements contained in and reserved by any lease that may be granted or assigned to or acquired by the Company.
 31. To become members of or to enter into any agreement with any institution, association or company carrying on or which may carry on research and other scientific work of investigation in connection with any business of Company or other trades or industries allied therewith or ancillary thereto and to acquire securities in any such institutions, association or company and contribute towards the capital or funds, thereof.
 32. To receive donations, gifts, contributions, subsidies, grants, and other mode of receipts of money for the furtherance of the objects of the Company.
 33. To pay a share in the profit of the company or commission to brokers, sub-agents, agents or any other company, firm or person including the employees of the Company as may be thought fit for services rendered to the Company.
 34. To open establish, maintain and to discontinue in India or overseas any offices, branch offices, regional offices, trade canters, exhibition canters, liaison offices and to keep local or resident representative in any part of the world for the purpose of promoting the business of the company.
 35. To take part in the management, supervision and control of the contracts, rights, turnkey jobs, operations or business of any company or undertaking entitled to carry on the business which the company is authorized to carry on.
 36. To acquire and undertake the whole or any part of the business property or Shares of any Company or to make a Company its Subsidiary or Wholly owned Subsidiary Company by way of acquisition or by any other way or acquire through any agreement or Share Purchase Agreement any firm or Company, carrying on the business which the Company is authorized to carry on or possessed of property suitable for the purpose of the Company.
- IV.** Liability of the member is limited and this liability is limited to the extent of the amount unpaid, if any, on the shares held by them.
- V.** The Authorized Share Capital of the Company is Rs. 35,00,00,000/- (Rupees Thirty Five Crore) divided into 3,50,00,000 (Three Crore Fifty Lakhs) equity shares of Rs. 10/- (Rupees Ten only) each, with the rights and privileges and conditions attaching thereto as provided by the requirements of the Company for the time being with power to increase and reduce the capital of the Company and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential rights, privileges or conditions as may be determined by or in accordance with the regulations of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the regulations of the Company.

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 to our respective names:

Sl. No.	Name, Address, Description and Occupation of Subscribers	Signature of Subscribers	Number of Equity Shares taken by each Subscriber	Signature, Name, Address, Description & Occupation of Witness
1.	KOSURI VENKATA LAKSHMI NARASIMHA RAJU S/o Sri Narasimha Raju Srinagar Colony, Hyderabad - 500 873. Company Executive	Sd/-	3 (Three only)	
2.	Dr. BALIJEPALLI BAPUJI S/o Sri B. Venkat Rao Flat No. 13, Kantl Shikhara, Panjagutta, Hyderabad - 500 482. Medical Professioner	Sd/-	3 (Three only)	G. AMARNATH REDDY S/o. Sri G. V. Chandra sekhara Reddy IInd Floor, 26, Unity House, Abid Road, Hyderabad - 500 001. Chartered Accountant
3.	K. LAKSHMI RAJU W/o. Dr. K.V.L.N. Raju Flat No. 131, Srinagar Colony, Hyderabad - 500 873. Business	Sd/-	3 (Three only)	Sd/-
	Total Number of Equity Shares Taken		9 (Nine Only)	

Dated : 21st September, 1987.

Place : Hyderabad.

*Adopted new set of MOA vide Special Resolution passed at Extra Ordinary General Meeting held on 28th July, 2025.