



Priti International Limited

CIN : L36994RJ2017PLC058454

+291 2435699

g.d.lohiya@gmail.com

<https://pritihome.com>

Plot No. F-43, Basni, 1st Phase, Jodhpur,
Rajasthan - 342005 INDIA



Date: 01/10/2022

To,
The National Stock Exchange of India Limited
Exchange Plaza, Plot no. C/1, G Block,
Bandra Kurla Complex
Bandra (E), Mumbai, Maharashtra – 400 051

Script Code: PRITI

Sub: Amendment In Memorandum of Association

Dear Sir(s)/Madam(s)

Further to our disclosure dated September 01, 2022 and Pursuant to Regulation 30 of the SEBI Listing Regulations, We are enclosing herewith the copy of Altered Memorandum of Association of the Company.

This is for your information and record.

Thanking you,

For PRITI INTERNATIONAL LIMITED

RASHI SHRIMAL
Company Secretary & Compliance Officer
M. No.: A60070



THE COMPANIES ACT, 2013

(COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION OF

PRITI INTERNATIONAL LIMITED

- 1. The name of the Company is PRITI INTERNATIONAL LIMITED.**
- 2. The Registered office of the company will be situated in the STATE OF RAJASTHAN.**
- 3. (a) The objects to be pursued by the company on its incorporation are:**
 1. To take-over the going concern of the business carried on by the proprietorship firm constituted by Ms. Priti Lohiya in the name and style of M/s Priti International and/or any of the assets, rights, privileges, licenses, contracts, benefits of contracts, pending contracts, authorizations, policies and permits and/or all or any of its liabilities of the said business or connected therewith on such terms and conditions and to enter into any agreement for the said purpose.
 2. To carry on in or outside India the business to manufacture, produce, processing, marketing, build design, develop, display, shape, carve cut, grind, fabricate, finish, handle, prepare, polish, renovate, remodel, recycle, repair, give shape for sale / export and to act as agent, broker, distributor, demonstrator, artists, importer, exporter, buyer, seller, stockiest, consultants, collaborator or otherwise to deal in all types of art-wares, stone-wares, craft items, handicrafts items and designs, varieties, fashions, shapes and sizes of material made of metal, wood, cement, stone, iron paper, cloth, lace, leather and other materials or with any combination thereof, such as handicrafts of paper and paper machine lined with copper or brass, bells and other handicrafts made of wrought iron and coated with copper, handicrafts of aluminium, copper, brass, bronze, ball metal, German silver, silver, gold or any alloy thereof, real and imitation, carve stones, marble statues, marble fountain, chips or slabs, handicrafts of marble of alabaster inlaid with semi-precious stones, leather goods and articles such as hand bags, pouches, bangle boxes, belts, travel goods, carpets, rugs made of silk,

wood articles, goods and articles of stones, plaster of Paris, agglomerated stones or of any other material such as statues, monuments, photo frames, models of historical places, model temples etc., handmade paintings, drawings and pastels, original engravings, prints and lithographs, collections of zoological botanical, mineralogical and anatomical, historical, archaeological, ethnographical or numismatic interest, antiques and to do all incidental acts and things necessary for the attainment of the above objects.

3. To carry on the business of Import, Export, processing, packing, re-packing, designing manufacturing and trading in, purchase, sell, on-line merchant, on-line trading in and outside India and to act as mercantile agent, general trader, wholesaler, clearing and forwarding agent, broker, consignor, consignee, conversion agent, distributor, or act as stockiest or processors and or dealers in all or any types of furniture, fittings, handicrafts, wooden products, ply wood teak wood and teak boards and all kinds of furniture made from wood, brass, steel, fibre glass, plastics or any other alloys and jewellery, potteries, ceramics, precious and semi precious stones, made ups, hand bags, cushion cover, hand-loom and power loom products, carpets, leather, all types of minerals and stones including marbles and granites, horticultural products and all kinds of handicrafts, art wares and antiques and all kind of handicrafts or furniture equipment appliances for domestic, office, industrial and agricultural uses from metal, wooden and synthetic material or in any composition thereof, consumer goods, industrial goods, agricultural goods, perishable or non-perishable goods, electrical and electronic products, handicrafts, electronic items, components and accessories, machines and mechanical items, components and accessories, and any other products, items or things indigenous to or obtainable within India or any other country of the world and to act as house furnishers upholsters and dealers in and hirers, repairers, assembling, altering, exchanging, cleaners, stores and ware houses of furniture, carpets, linoleum, furnishing fabrics and other floor coverings, household utensils, china and glass goods fittings, colorful curtain, handmade home furnishings and carpets, household requisite of all kinds and all things capable of being used therewith or in the maintenance and repair thereof.
4. ¹To provide Services and to carry on the profession or vocation of acting as advisers and consultants on all matters relating to Architectural Services, Home Designing Services, Technical Services in relation to design decoration, Interior Decorator Services, interior designing and management including acting as consultants, advisors, contractors, managers or job worker etc. and to do all incidental acts and things necessary for the attainment of the above objects.
5. To carry on the business of manufacturing, trading, import and export, buying, selling, and dealing (wholesale and retail) of bullions, gold, silver jewelry, gold & silver precious & semi-precious stones or of combinations of precious or semi-precious stones including all type of diamonds and metals, precious or base metal, metal clad with metals and metal ores, or of combinations of precious metals and smelted metals, and to trade & deal in imitation jewelry or ornaments, raw or finished, of all kinds

¹ Alteration in Object Clause of the Company by addition of sub-clause 4,5 and 6 in Clause 3(a) of Memorandum of Association vide Special Resolution passed at the 5th Annual General Meeting of the company held on September 30, 2022.

6. To carry on the business of manufacturing, trading, storing, importing, exporting, buying, selling, warehousing and to act as a manufacturer, trader, stockist, vendor, agent, broker, consignor or otherwise to deal in all types of agricultural based commodity products, guar gum, grains, cereals, herbals, edibles, non-edibles, commercial, non-commercial crops, horticulture, Mandi Products etc. and to do all incidental acts and things necessary for the attainment of the above objects.
3. **(b) Matters which are necessary for furtherance of the objects specified in clause 3 (a) are:**
1. To acquire and undertake the whole or any part of the undertaking or business (whether as a going concern or not), property, assets, liabilities or any other tangible or intangible matter or things having value of any kind, of any person, firms or Company or body corporate carrying on any business which the Company is authorized to carry on or be possessed of any property suitable for the purpose of this Company.
 2. To apply for, purchase or otherwise acquire, own, give or take on hire or in any other manner possess or part with, any brands, patent, patent right, copyright, trademarks, formulae, license, concessions, conferring any exclusive or limited right to use, or any secret or other information as to any invention which may seem capable of being used for any of the purpose 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.
 3. To adopt pre-incorporation contracts entered into by the promoters with any person on behalf of the Company by way of ratification or substitution, to pay the consideration agreed in such contracts and to remunerate any person or Company for service rendered or to be rendered to the Company for the formation or promotion of the Company or for the acquisition of any property, license, letter of intent, allotment, know how or similar thing by the Company and to pay the Company all the costs, charges or expenses of and incidental to the promotion, formation, registration and establishment of the Company and the issue of its capital.
 4. To issue or allot fully or partly paid shares or other securities in/of the capital of the Company in full payment or part payment of any movable or immovable property purchased or otherwise, acquired by the Company or any services rendered to the Company, and generally to raise funds for the business of the Company or any capital expenditure or project or working capital requirement, by way of issue of shares, debentures or any other type of securities, whether secured or not, whether to public through offer document or on private placement basis, or other wise and whether in India or abroad.
 5. To merge, amalgamate, take over or enter into any arrangement for sharing of profits, union of interest, co-operation, reciprocal concession, lease, and license or otherwise with any person or company carrying on transaction which the company is authorised to carry on or engage in.

6. To purchase or import, take on lease or in exchange, hire or otherwise acquire in any manner, any movable or immovable property and any rights or privileges, which the Company may think necessary or convenient for the purpose of its business and in particular any land, buildings, easements, machinery, plant and stock-in-trade.
7. To enter into any arrangement with any Government or other authority, whether municipal, local or otherwise, or any person, whether natural or judicial, that may seem conducive to the company's objects or any of them and to obtain from any such Government or authority or person, any rights, privileges and concessions which the Company may think fit desirable to obtain; and to carry out, enjoy, exercise and comply with any such arrangements, rights, privileges and concessions.
8. To establish or support or aid in the establishment and support of associations, institutions, funds, trusts, and conveniences for the benefit of past or present employees or Directors or other persons directly or indirectly connected with the business of the Company, or the dependents of such persons; and to grant pension, allowances or any other assistance, to make payment towards insurance; to subscribe or guarantee money for charitable or benevolent objects or useful objects for general public.
9. To lend and advance money or give credit to any person or any Company; or to give guarantee or indemnify for the payment of money of the performance of contracts or obligations by any person; to secure or undertake in any way the repayment of money lent or advanced to, or the liabilities incurred by any person. However, the Company shall not carry on any business of banking as defined by the law regulating banking operations in India.
10. To borrow or secure money other than public deposits in such manner, as the Company may think fit or to make repayment of any debt, liability, or 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.
11. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, bills of lading, and other negotiable or transferable instruments.
12. 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 company.
13. To sell or dispose off, to improve, manage, develop or exchange the undertaking, property or rights of the company or any part thereof for such consideration as the company may think fit.
14. To use such means of making known and advertising the business of the Company as may be expedient.
15. To apply for, promote and obtain any order, regulation, or any other authorizations.
16. To procure recognition of the Company in any manner in India and abroad.

17. To take, hold or mortgage, liens and charges to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Company's property of any kind sold by the Company, or any money due to the Company from buyer.
18. To purchase, acquire, deal in any energy necessary for the purposes of the business of the Company.
19. To pay out of the funds of the Company all or any expenses which the Company may lawfully pay for the services rendered for formation and registration of the Company, and for promotion of any other Company by it, subject to the applicable statutory provisions.
20. To make donations in cash or in kind for such objects or causes, whether related to any of the Company's objects or otherwise, which can lawfully be made by the Company, as it may deem expedient, subject to provisions of the Companies Act, 2013, to the extent applicable.
21. 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.
22. 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 to officers and ex-officers of the company or the dependents of any such person.
23. To refer all questions, disputes or differences arising between the Company and any other person in connection with or in respect of any matter relating to the business or affairs of the Company to Arbitration in such manner and upon such terms as the Company and such other person may mutually agree upon in each case and such reference to Arbitration may be in accordance with the provisions of the law relating to Arbitration as may be prevailing in India then; or the international rules & regulation relating to Arbitration prevailing in such place where the dispute under consideration is to be referred for arbitration; and to institute legal proceedings or defend any proceedings and to appoint Advocates, Consultants, Experts or Advisors in this behalf.
24. To negotiate, finalise and enter into any tie-up, arrangement, or collaboration, technical, financial or otherwise with any person or Government for obtaining any grant, license or on other terms, formulae and other rights and benefits, and to obtain technical information, know-how and expert advice for the business of the Company.
25. To create any depreciation, depreciation fund, reserve, reserve fund, sinking 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, or otherwise.

26. To open and operate any type of bank accounts with Banks and obtain credit facilities, working capital facilities, or any other facilities required from the Bank for the business or purposes of the Company, with or without securities for its business and to pay money in to and draw money from such accounts.
27. To train or pay for training in India or abroad of any of Company's employees / persons in the interest of or furtherance of the Company's objects; or to send any employees / persons anywhere in India or abroad to perform or accomplish any assignments or activities in connection with carrying out of any of the objects of the Company, whether on or at the client's site or any other place or site as may be indicated/directed by the client.
28. To secure guarantee and to carry on guarantee and counter guarantee business in particular guarantee the payment of advances, credits, bills of exchange and other commercial obligations or commitments or every description as well as the fulfilment of contracts and other trading and commercial transactions of every description, whether at home or abroad and to indemnify any person against the same and to guarantee the payment of money secured by or payable under or in respect of any debenture, debenture stock, bond, mortgage ,charge, security, contract or obligation of any person, persons or corporation or any authority, supreme, municipal, local or otherwise.
29. To purchase, construct or otherwise acquire, erect, maintain or reconstruct buildings, offices and other things found necessary or convenient for the purpose of the Company and also to administer accommodation of all descriptions in connection with the business of the Company.
30. To promote, sponsor, undertake and carry out rural development including any program for promoting the social and economic welfare of, or the uplift of the people in any rural area and to incur any expenditure of any program of rural development and to assist in the promotion or execution thereof either directly or through an independent agency or by making contributions or giving donations or in any other manner without prejudice to the generality of the foregoing program of rural development shall also include any program for promoting the social and economic welfare program for the uplift of the people to any rural area and the words "rural area" shall include such areas as may be regarded as rural areas under the law relating to Income Tax as may be applicable or any other law relating to the implementation of any of the above mentioned objects or purposes, and for this purpose transfer without consideration or at such fair or concessional value and subject to provisions of the relevant laws, 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 Institution or Trust.
31. To insure with any company, statutory body, authority, government or other person against losses, damages, risks and liabilities, of any kind which may affect the company either wholly or partly, and if, thought fit, to effect any such insurance by joining indemnity association, federation or society and to accept any such insurance or any part thereto, for the account of the Company.
32. To raise money on mortgage, pledge or other security of any property or assets of the Company.

33. To undertake and execute any trusts for the benefit of employees and also to undertake and execute the offices of Executor of the will of any deceased person, administrator of any deceased persons, trustees for debenture holders or debenture stockholders of any company and to appoint trustees to hold securities on behalf of the Company.
34. To distribute any of the Company's property among the members in specie in respect of the event of winding-up subject to the provisions of the Companies Act and the rules and regulations for the time being in force.
35. To form, promote, subsidize, organize, join in, assist or aid in forming, promoting, subsidizing, or gaining, or aiding companies having similar objects (whether as a subsidiary or otherwise), or partnerships of all kinds for the purpose of acquiring or taking over all or any of the property rights and liabilities of the Company or for carrying on any business, or for any other purpose which directly or indirectly can be done by the Company and also to acquire, purchase, merge, take over and / or amalgamate the Companies carrying on such business which, under existing circumstances from time to time may conveniently or advantageously be taken up by or combined with the business of the Company.
36. To invite and receive with or without any such invitation, at any time receive any gifts of any property and offerings or voluntary donations or bequests and legacies either from shareholders or from any other persons for all or any of the objects of the Company with or without any specific conditions provided such receipts or the conditions attached are not inconsistent with or derogatory to any of the objects of the company. Subject to any such conditions as aforesaid, all such gifts, donations, grants, offerings, legacies and bequest including land, building, and other immovable properties shall be treated as forming part of the property of the Company and be applied accordingly; the Directors shall invite or accept any such gift, donation, grant, offering legacy or bequest and they shall be at liberty to refuse any of them without giving any reason for such refusal.
37. To deal with and invest the surplus funds of the Company from time to time in government securities or in other securities or investment avenues, as may from time to time be determined and to sell or vary all such investments and to execute all assignments, transfers, receipts and documents that may be necessary in that behalf.
38. To provide for the welfare of the employees or ex-employees and Directors of the Company and wives, widows and families or the dependents of such persons by grant of money, pension, allowance, bonus or their payment or by creating and from time to time subscribing or contributing to provident funds and other associations, institutions, trusts and by providing or subscribing towards medical or other attendance and other assistance as the Company shall think fit and to subscribe or to contribute or otherwise assist to charitable benevolent, national and /or other institutions or objects and to train or pay for the training in India or abroad of any of the Company's officers, employees or any candidate in the interest of or for furtherance of the Company's objects.
39. To establish competitions in respect of contributions of information suitable for insertion in any publications of the Company or otherwise for any purposes of

Company, and to offer and grant prizes, rewards and premiums of such character and on such terms as may seem expedient.

40. To provide for and furnish or secure to any members or customers of the Company or to any subscribers or purchasers or possessors of any publications of the Company, or of any coupons or tickets, issued with any publications of the Company, any conveniences, advantages, benefits or special privileges which may seem expedient and either gratuitously or otherwise.
41. To receive any money other than public deposits, securities and valuables of all kinds, deposits at interest ' or otherwise for fixed periods and to lend money on any terms that may be thought fit particularly to customers or other persons or corporations having dealings with the Company. However, the Company shall not carry on any business of banking as defined by the Banking Law Regulating Banking operations in India and the power granted in this object are subject to the provision Companies Act, 2013 to the extent applicable or any modification or re-enactment for the time being in force and Directives of the Reserve Bank of India.
42. To establish depots, agencies and branches in different parts of India and abroad and to make experiments alone or jointly with others with a view to improving the Company's business and to establish and regulate agencies for the purpose of Company's business and to apply or join in applying to any parliament, municipal or other authority or body for any rights or privileges that may seem conducive to company's objects or any of them and to oppose any proceedings or applications.
43. To obtain any order of the Government or Act of legislature, statute, order, regulation and other authorization and enactments, which the Company thinks as desirable and useful for attainment of objects of the Company and /or are otherwise advantageous to the Company and for enabling the Company to carry on any of its objects into effect or for effecting any modification of Company's constitution and to oppose any bills, applications, proceedings, enactments, and regulations.
44. To act as principal, agents, trustees or otherwise, whether alone or in conjunction with others and by or through agents, Sub-Directors, trustees or otherwise.
45. As an object of the Company and as a pursuit in itself or otherwise, and whether for the purpose of making a profit or avoiding a loss or for any other purpose whatsoever (whether or not the Company derives any benefit there from), to engage in currency exchange and interest rate transactions and any other financial or other transactions of whatever nature, including (without limiting the foregoing) any transaction for the purposes of, or capable of being for the purposes of, avoiding, reducing, minimizing, hedging against or otherwise managing the risk of any loss, cost, expense or liability existing, or which may arise, directly or indirectly, from a change or changes in any interest rate or currency exchange rate or in the price or value of any property, asset, commodity, index or liability or from any other risk of factor, including but not limited to dealings, whether involving purchases, sales or otherwise, in foreign and other currency, spot and forward exchange rate contracts, forward rate agreements, caps, floors and collars, futures, options, swaps, and any other currency interest rate and other hedging arrangements and such other instruments as are similar to, or derivatives of, any of the foregoing.

46. To establish provide, maintain and conduct or otherwise subsidise research laboratories and experiment workshops, for scientific and technical research and experiments, and to undertake and carry on with all scientific and technical research, experiments and tests of all kinds, and to promote studies and research both scientific and technical , investigations and inventions by providing, subsidizing, endowing of assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing for remuneration of scientific of technical professors of teachers and by providing for the award of exhibitions, scholarships, prizes and grants to students of 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.
47. To employ or appoint on hire, professionals, experts, or consultants to investigate and examine into the condition, management, prospects, value, character and circumstances of any assets, property or rights of the company; or for obtaining quality certification, assisting in framing business practices, increasing employee productivity, restructuring & re-Organisation of the company, forming human resource policies, advising in financial, legal & any other matters, which are related to the business of the company, or for enhancing the business of the company.
4. The Liability of the members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.
5. ²The Authorized Share Capital of the Company is INR 15,00,00,000 (Indian Rupees Fifteen Crore only) divided into 150,00,000 (One Crore Fifty Lakh) Equity Shares of face value INR. 10 (Indian Rupees Ten only) each.

² A. The Authorized Share capital of the company has been increased from 6,00,00,000/- (Rupees Six Crores) divided into 60,00,000 (Sixty Lakhs) equity shares of Rs. 10/- (Rupees Ten) to Rs. 12,00,00,000/- (Rupees Twelve Crore) divided into 1,20,00,000 (One Crores and Twenty Lakhs) Equity shares of Rs.10/-each by passing an ordinary resolution in the 4th Annual General Meeting held on Thursday 30th Day of September 2021.

B. The Authorized Share capital of the company has been increased from 12,00,00,000/- (Rupees Twelve Crores) divided into 1,20,00,000 (One Crores and Twenty Lakhs) equity shares of Rs. 10/- (Rupees Ten) to Rs. 15,00,00,000/- (Rupees Fifteen Crore) divided into 1,50,00,000 (One Crores and Fifty Lakhs) Equity shares of Rs.10/-each by passing an ordinary resolution in the Extra Ordinary General Meeting held on Wednesday 20th Day of July 2022.

6. 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 against our respective names:

S. No	Subscriber Details					
	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of shares taken		Signature	Dated
1	GOVERDHAN DAS LOHIYA S/o KAN MAL LOHIYA R/o C/91, SHASTRI NAGAR, JODHPUR RAJASTHAN-342001 BUSINESS	07787326	14,900	EQUITY		
2	LEELA LOHIYA D/o KEDAR DAS JAISALMERIA R/o C/91, SHASTRI NAGAR, JODHPUR RAJASTHAN-342003 HOMEMAKER	07787328	500	EQUITY		
3	PRITI LOHIYA D/o SOHAN BHOOTRA R/o C/91, SHASTRI NAGAR, JODHPUR RAJASTHAN-342001 BUSINESS	07789249	14,500	EQUITY		
4	RITESH LOHIYA S/o GOVERDHAN DAS LOHIYA R/o C/91, SHASTRI NAGAR, JODHPUR RAJASTHAN-342001 BUSINESS	07787331	14,900	EQUITY		
5	RITIKA LOHIYA D/o RITESH LOHIYA R/o C/91, SHASTRI NAGAR, JODHPUR RAJASTHAN-342001 STUDENT	ARPPL1549M	5,000	EQUITY		
6	SOHAN LAL BHOOTRA S/o MOHAN LAL BHOOTRA R/o 462 PAL LINK ROAD, JODHPUR RAJASTHAN-342008 BUSINESS	00775521	100	EQUITY		
7	PREMESH BHOOTRA S/O SOHAN BHOOTRA R/o GEETANJALI 462, PAL LINK ROAD, JODHPUR, RAJASTHAN- 342008 BUSINESS	00775565	100	EQUITY		
Total Shares taken			50,000	EQUITY		

Signed before Me					
Name		Address, Description and Occupation	DIN/PAN/Passport Number/ Membership Number	Signature	Dated
FCA	RAJ KUMAR SANKLECHA	NO. 3, MAHAVEER TOWER, IST C ROAD, SARDARPURA, JODHPUR – 342003 CHARTERD ACCOUNTANT	070995		