

(THE COMPANIES ACT, 2013)
(COMPANY LIMITED BY SHARES)
(TABLE A)

MEMORANDUM OF ASSOCIATION OF GLEAMING APPARELS LIMITED

- I The name of the company is: **GLEAMING APPARELS LIMITED**
- II The registered office of the company will be situated in the State of: Punjab
- III The objects to be pursued by the company on its incorporation are:

(A) THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:-

To carry on the business of manufacturers, traders, fabricators, importers, exporters, buyers, sellers, dealers and as agents, stockists, distributors and suppliers of all kinds of readymade garments, clothing, coverings, coated fabrics, textiles and all accessories related to fashion & lifestyle products are made from or with cotton, synthetic fibers, staple fibers, nylon, silk, polyester, acrylics, wool, jute, hemp and other fibre materials, yarn, cloth, linen, rayon and other goods.

(B). Matters which are necessary for furtherance of the objects specified in clause 3(A) are:

1. To borrow /make arrangements for Buyer's Credit or Forward bookings or any other kind of Loans & advances either in Indian Currency or any other Foreign Currency from Indian Banks/Foreign Banks/ Institutions/ Private or Govt. Agencies/ NBFCs etc; which sets feasible to the company & its operations.
2. To import, export, buy, sell, exchange, alter, improve, manipulate, prepare for market and otherwise deal in all kinds of plant, machinery, apparatus, tools, utensils, substances, materials and things, necessary or convenient for carrying on any of the above specified businesses
3. To do all or any of the acts or things as mentioned in the main objects either as principals, contractors or otherwise and either alone or in conjunction with others.
4. To pay all costs, charges and expenses incurred or sustained in or about the formation, registration, promotion, incorporation, establishment and advertisement of the Company or which the Company shall consider to be preliminary including contracts entered into by the Company.
5. To enter into contracts or arrangements or other dealings for more efficient conduct of the business of the Company or any part thereof and also to enter into any arrangement with any Government or Authorities or any persons or companies that may seem conducive to the main objects of the Company.
6. To buy, sell, repair, alter, improve, exchange, let on hire, import, export and deal in all works, plant, machinery, tools, appliances, apparatus, products, materials, substances, articles and things capable of being used in any business which the Company is competent to carry on, or which may be required by any customer or person having dealings with the Company or which may seem capable of being profitably dealt with in connection therewith and to manufacture, experiment with, render marketable and otherwise deal in all products and services incidental to any of the businesses carried on by the Company.

For Gleaming Apparels Limited

Rishi Bansal

Director

For Gleaming Apparels Limited

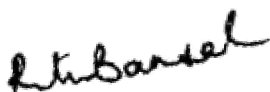
Junil Bansal

Director

Foot note :- The company has change its name by passing of Special Resolution, as on 31st October 2024 by members of the company, from Gleaming Apparels OPC Private Limited to Gleaming Apparels Limited .

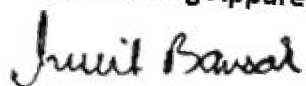
7. To lease, sub-lease, hire, purchase, license or otherwise acquire and/or sell, dispose of, construct, alter, modify, develop or otherwise deal in any properties, factories, shades, offices, guest houses, employee accommodation, godowns, warehouses, or other structures for housing and carrying on the businesses of the Company or for its employees, clients or other persons or for any other persons or for any other purpose as the Board of Directors may think expedient for the benefit of the Company.
8. To enter into, undertake and execute contracts or other arrangements with any parties for any transactions, including the provision and supply or use of materials, machinery, equipment, articles or other products and/or services necessary for or otherwise required for or incidental to carrying out the objectives of the Company.
9. To recruit, train and develop staff, organize seminars, training programs and conferences for employees, customers and the general public.
10. To recruit, train and develop a pool of technical, managerial and administrative personnel including staff, employees, agents, for the Company or any subsidiary, affiliate or group companies or any other company, firm or other person, particularly where such companies, firms or persons are engaged in any business related to the business of the Company.
11. To employ, engage, appoint, retain or otherwise procure, suspend or terminate the services of professionals, consultants, engineers, design consultants, technicians, legal and financial advisors, or other experts and to imbibe innovation and modern management techniques in the functioning and businesses of the Company.
12. To retrench, layoff, suspend, terminate the appointment of or dismiss executives, managers, assistants, support staff and other employees and to remunerate them at such rate as may be thought fit.
13. To adopt such means of making known the articles, goods, products, appliances manufactured or dealt in or processes and services provided by, or at the disposal of the Company, as well as properties, assets and effects of the Company as may seem expedient, in particular by advertising in the press and through billboards, hoardings, motion pictures, by broadcasting, telecasting or by publication of books, periodicals and any other material convenient to the Company, by participating in trade fairs, exhibitions and by granting prizes, rewards and donations.
14. To acquire, and possess the whole or part of the business assets, property, goodwill, rights and liabilities of any persons, society, association or company carrying on any business.
15. To appoint dealers, sub-dealers, agents, sub-agents, distributors, sole selling agents, sole concessionaries, either in India or anyplace in India, for the efficient conduct of the business of the Company, and remunerate them for their services.

For Gleaming Apparels Limited



Director

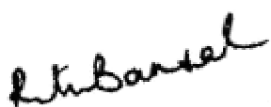
For Gleaming Apparels Limited



Director

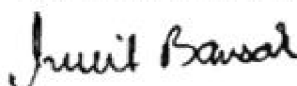
16. To take and/or provide discounts or to approve other terms of payment or credit in relation to any sums owing to or due from the Company and to impose or agree to pay any interest thereon or to write off any such sums or parts thereof.
17. To carry on research and development activities on all aspects related to the business and objects of the Company.
18. To undertake all types of technical, economic, and financial investigations and aid or assist or enter into partnership with any institution, university, company, partnership, firm or person or persons conducting such research or study and to subsidize, endow and assist workshops, libraries, meetings, lectures, and conferences and do such other acts to generally encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered to assist any of the businesses of the Company.
19. To identify projects, project ideas, to prepare profiles, project reports, and undertake market research, feasibility studies, pre investment studies and investigation of industries on a micro and/or macro level and to render appropriate services, to identify scope and potential for economic and industrial development in any particular geographical area or location whether in India or abroad.
20. To acquire from any person, firm or body corporate, whether in India or elsewhere, technical information, know-how, processes, engineering, manufacturing and operating data, plans, lay-outs and blue-prints useful for the design, manufacture, erection and operation of plant and machinery, required for any of the businesses of the Company and to pay remuneration thereof in any currency by way of lump-sum or instalments or fees or royalties.
21. To develop and/or furnish to any person, firm or body corporate whether in india or elsewhere, technical information, knowhow, processes, engineering, manufacturing and operating data, plans, lay-outs and blue-prints useful for the design, manufacture, erection and operation of plant and machinery, required for any of the businesses of the Company and to obtain remuneration thereof in any currency by way of lump-sum or instalments or fees or royalties or through any other arrangement.
22. To apply for, purchase, or otherwise acquire, protect or prolong any patent, design, concessions, trademarks, copyrights and the like, conferring an exclusive or non-exclusive or limited right of use, or any secret or other information and/or systems, processes of the Company or which the Company may develop or acquire or propose to develop or acquire.
23. To apply for, purchase or otherwise acquire brand names/service marks for the products manufactured and the services rendered by the Company, from any company, firm, or other person anywhere in the world, particularly international brand names/ service marks of The Company's holding or group companies.
24. To expend money for improving or seeking to improve any patents, rights, inventions, discoveries, or information and/or systems, processes of the Company or which the Company may develop or may acquire or propose to develop or acquire.
25. To use, exercise, develop, sell, assign, grant licenses or otherwise turn to account the property, rights and information so acquired.

For Gleaming Apparels Limited



Director

For Gleaming Apparels Limited



Director

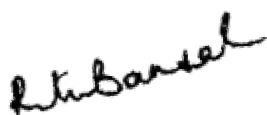
26. To establish and maintain or procure the establishment and maintenance of any noncontributory or contributory pension, superannuation, provident, welfare and education funds and trusts for the benefit of any person who is or was at any time in the employment or service of the Company or any subsidiary or affiliate of the Company, or who is or was at any time a director of the Company or of any such other company as aforesaid and the spouse, family and dependents of any such person.
27. To provide for the welfare of employees or ex-employees of the Company and their spouses or the dependents of such persons by grant of money, pensions, allowances, bonus or other payments or by contributing to other associations, institutions, funds or trusts and by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and other assistance as the Company may think fit.
28. To purchase, hire or use all kinds of vehicles including cars, heavy transport vehicles, and aircraft, for the purpose of transportation of equipment, materials, employees and managerial personnel or for any other purpose.
29. To acquire and hold one or more memberships or membership privileges in stock/security exchanges, commodity exchanges, clearinghouses in any other trade or service associations which memberships, or membership privileges are likely in any manner to facilitate the conduct of the company business.
30. To purchase, take on lease, exchange, mortgage, charge, hypothecate, encumber, hire or otherwise acquire or dispose of any moveable or immovable property including lands, buildings, and flats of any description in India or elsewhere.
31. To promote, invest or assist any companies for the purpose of acquiring all or any of the property, rights and liabilities of such companies, which may seem beneficial to the Company.
32. To enter into joint venture, partnership, or any other arrangement for joint working in business, sharing profits or for cooperation or for mutual assistance or form, promote, subsidize and assist companies and partnerships of all kinds with any person, firm or company or to acquire or carry on any other business (whether manufacturing or otherwise) auxiliary to the business of the Company or connected therewith or which may seem to the Company capable of being conveniently carried on in connection with the above, or calculated directly or indirectly to enhance the value of or render more profitable any of the Company's property or to amalgamate with any person, firm or company carrying on or about to carry on any business or transaction included in the objects of the Company or any other similar business, in India or abroad.

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

V The share capital of the company is 10,17,00,000/- (Rupees Ten Crore Seventeen Lakh Only) divided into,

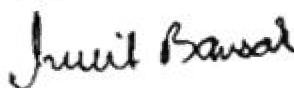
- a. 1,00,00,000 (One Crore) Equity Shares of Rs. 10/- each (Rupees Ten Only) and
- b. 1,70,000 (One Lakh Seventy Thousand) Compulsorily Convertible Preference Shares of Rs. 10/- each (Rupees Ten Only)

For Gleaming Apparels Limited



Director

For Gleaming Apparels Limited



Director

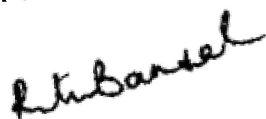
Foot Note: The authorized share capital of the company has been increased from ₹10,00,000 (Rupees Ten Lakhs only), divided into 1,00,000 (One Lakh) equity shares of ₹10 each (Rupees Ten only), to ₹1,50,00,000 (Rupees One Crore Fifty Lakhs only), divided into 15,00,000 (Fifteen Lakhs) equity shares of ₹10 each (Rupees Ten only). This increase was approved by the members of the company through an ordinary resolution passed on 26th November 2022.

Subsequently, the authorized share capital of the company was further increased from ₹1,50,00,000 (Rupees One Crore Fifty Lakhs only) to ₹1,67,00,000 (Rupees One Crore Sixty-Seven Lakhs only). The revised capital structure consists of 15,00,000 (Fifteen Lakhs) equity shares of ₹10 each (Rupees Ten only) and 1,70,000 (One Lakh Seventy Thousand) compulsorily convertible preference shares of ₹10 each (Rupees Ten only). This increase was approved by the members of the company through members resolution passed on 8th November 2025.

Subsequently, the authorized share capital of the company was further increased from ₹1,67,00,000 (Rupees One Crore Sixty-Seven Lakhs only) to ₹10,17,00,000 (Rupees Ten Crore Seventeen Lakhs only). The revised capital structure consists of 1,00,00,000 (One Crore) equity shares of ₹10 each (Rupees Ten only) and 1,70,000 (One Lakh Seventy Thousand) compulsorily convertible preference shares of ₹10 each (Rupees Ten only). This increase was approved by the members of the company through an ordinary resolution passed on 31st August 2026.

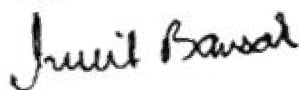
VI. We the several persons, whose names and addresses are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the Capital of the Company set opposite to our respective names.

For Gleaming Apparels Limited



Director

For Gleaming Apparels Limited



Director

S.No.	Subscriber Details					
	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of shares taken		DSC	Dated
1	Ritu Bansal Resident of House no. 9, Gulmohar Villa, Lodhi Enclave, Barewal, Ludhiana - 141012; Promoter Director; Self-Employed.	08450029	10000	Equity	RITU BANSAL Digitally signed by RITU BANSAL Date: 2021.11.24 10:03:56 +05'30'	24/11/21
				Preference		
Total Shares taken			10,000.00	Equity		
				Preference		

Signed before Me					
Name		Address, Description and Occupation	DIN/PAN/Passport Number/ Membership Number	DSC	Dated
FCA	VISHAL GUPTA	527-R, First Floor, City Tower, Model Town, Ludhiana; Chartered Accountant; Full Time Practising Chartered Accountant.	515666	VISHAL GUPTA Digitally signed by VISHAL GUPTA Date: 2021.11.24 14:02:40 +05'30'	24/11/21

7.Shri/Smt AMIT BANSAL

Son SHIV KUMAR BANSAL of SHIV KUMAR BANSAL

resident of #House No. 9, Gulmohar Villa, Lodhi Enclave, Barewal, Ludhiana

Aged 44 years shall be the nominee in the event of death of the sole member.

For Gleaming Apparels Limited

Ritu Bansal

Director

For Gleaming Apparels Limited

Juvit Bansal

Director