

THE COMPANIES ACT, 2013

COMPANY LIMITED BY SHARES

**MEMORANDUM OF ASSOCIATION
OF**

**ERAAYA LIFESPACES LIMITED
(Formerly Known as Justride Enterprises Limited)**

- I. The name of the Company is “Eraaya Lifespaces Limited”.
- II. The Registered Office of the Company will be situated in the National Capital Territory of Delhi
- 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 establish, conduct, manage, takeover, construct, acquire, purchase, sell, lease, rent, promote, develop and run holiday resorts, castles, inns, hotels, motels, restaurants, cafes, vacation resorts, villas, rest houses, guest houses, cottages, holiday camps, spas, health rejuvenation centres, clubs, breweries, pubs, bars, swimming pool and other facilities, commercial, ceremonial, residential constructions, premises of all descriptions across the country and abroad, and to carry on the business of all types and forms of hospitality, leisure activities, tourist, travel services, hosting, organising, managing lavish parties, food and beverage centenaries, concerts, exhibitions, branding activities including events, holidays, trips, corporate and family functions, brand launches, brand promotion, celebrity management, and own, maintain, operate places of amusements, recreation, sports, entertainments, theme parks, water parks, motor sports, yacht, luxury cruise lines, other watercrafts, and all such other businesses which enhances quality, pleasure, leisure, comfort, indulgence, opulence, finer things in life, ceremonies, travel and spaces.
 2. To organize, sponsor, manage, host, produce, either individually or various other arrangements like sponsorship, assignment of rights, titles licensing, sharing, collaboration with others, various events like beauty pageant, beauty contests, quiz shows, fashion shows, jewelry exhibition, designers conclave, film festivals, sports events, folk carnivals, collaborations of International brands, design, launching, promotion, management of brands, celebrities, , and to make, produce, sponsor various shows, series, serials, movies, short films, documentaries, for different mediums and other allied activities.
 3. To carry on business of purchase, sale, subscription, acquisition or dealing in shares, units, negotiable instruments, debentures, bonds, obligations, mortgages, and securities of any kind, movable and immovable assets and any interest therein.
 4. To carry on the business of buying, selling, reselling, importing, exporting, transporting, storing, developing, promoting, marketing or supplying, trading, dealing in any manner whatsoever in all type of goods on retail as well as on wholesale basis in India or elsewhere, and to carry on the

business as exhibitors of various goods, services and merchandise and to undertake the necessary activities to promote sales of goods, services and merchandise manufactured/dealt with/provided by the Company and to act as broker, trader, agent, shipper, distributor, representative, franchiser, collaborator, stockiest, liaison, job worker, export house of goods, merchandise and services of all grades, commodities of any specifications, descriptions, applications, modalities, fashions, including by-products, spares or accessories thereof.

5. To carry on the business of providing digital marketing services such as website design and development, search engine optimization, advertising, social media marketing, email marketing, content marketing, influencer marketing, video marketing, mobile marketing, ecommerce marketing, local SEO, display advertising, affiliate marketing, analytics and data analysis, remarketing, voice search optimization, digital PR, virtual and augmented reality marketing, online reputation management, and digital marketing consultancy, online presence along with conducting research and analysis on digital marketing trends and technologies. And to acquire, invest in, and manage any other businesses or entities that are complementary to the company's digital marketing services along with entering into partnerships, collaborations, and agreements with other businesses or entities for the provision of digital marketing services and engage in any other activities that are related or incidental to the said business objects.
6. To carry on new edge technology and data driven businesses, trades and activities, essentials for enhancing quality of life, environment or otherwise, having economic values and to undertake these businesses either individually or in collaboration with other persons, companies or corporations and to enter into agreements and contracts, strategic alliances, business association, joint-ventures, partnerships or into any arrangement for sharing profits, union of interest, co-operation, reciprocal concession or other alike business propositions, with such person, firm, corporate or other entity carrying on or engaged in or about to carry on or engage in any business or transaction which this company is authorised to carry on or engage in or any business or undertaking or transaction which may seem capable of being carried on or conducted so as directly or indirectly to benefit the company.

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

- 1 To Sell, exchange, mortgage, let on lease, royalty or tribute, grant licenses, easements, options and other rights over and in any other manner deal with or dispose of the undertaking, property, assets, rights and effects of the Company or any part thereof for such consideration as may be thought fit and in particular for stocks, or shares, whether fully or partly paid up or securities of any other company having similar objects.
2. To advance, deposit with or lend surplus money on securities property and to receive loans or grants or deposits from the Government and raise capital or funds for infrastructure development.
3. To undertake financial and commercial obligations, transactions and operations of all kind for the business of the Company.
4. To guarantee the payment of money unsecured or secured by or payable under or in respect of promissory notes bonds, Debentures, debentures-stock, contracts, mortgages, charges, obligations, instruments and securities of any company or of any authority-state, Municipal, local or otherwise or of any person whomsoever, whether incorporated or not, and generally to

guarantee or become sureties for the performance of any contract or obligations to furtherance to business of the company.

5. To establish and promote property in which the company is interested in any business which may be conveniently carried on upon or in connection with such property and the establishment of which may seem calculated to enhance the value of the Company's interest in such property or to facilitate the disposal thereof.
6. To borrow or raise or secure the payment of money in such manner as the company shall think fit and in particular by the issue of debentures or debenture-stock perpetual or otherwise charges upon all or any of the Company's property (both present and future) including its uncalled capital and to purchase redeem and pay of such securities.
7. To draw, make, accept, discount, execute and issue bills of exchange, Government of India and other promissory notes, bills of lading, warrants and debentures and other negotiable or transferable instruments or securities.
8. To apply for, purchase or otherwise acquire and protect, prolong and renew whether in India or elsewhere and patent, right, brevet d'invention, trade mark, designs, licenses, protections, concessions, and the like conferring any exclusive or non-exclusive or limited right to use or any secret or other information as to any invention, process or privilege which may seem capable of being used for any of the purposes of the company or the acquisition of which may seem calculated directly or indirectly to benefit the company and to use. Exercise, develop Manufacture or grant licenses or privileges in respect of, or otherwise turn to account, the property, rights and information so acquired and to carry on any business in any way connected therewith.
9. To spend surplus money in experimenting on and testing and research in improving or seeking to improve any patents, rights, inventions, discoveries, processes of information of the company or which the Company may acquire or propose to acquire.
10. To acquire and undertake all or any part of the business, property and liabilities or any person or company carrying on any business, which this Company is authorized, to carry on possessed of property suitable for the purpose of the company.
11. To buy, repair, alter, improve, exchange, import, all factories, work plant, machinery, tools, utensils, appliances apparatus, products, materials, substances, articles and things capable of being used in any business which this company is competent to carry on.
12. To distribute all or any of the property of the company amongst the members in specie or in kind, in the event of winding up.
13. To form, Incorporate or promote any company or companies, whether in India or elsewhere having amongst its or their objects the acquisition of all or any of the assets or control, management or development of the company or any other objects or objects which in the opinion of the company could or might directly or indirectly assist the development of its properties and to pay all or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall

think fit for services rendered or to be rendered in obtaining subscription for or guaranteeing the subscription of or the placing of any shares in the capital of the company or any bonds, debentures, obligations or securities of the company or any stock, share, bonds, debentures obligations and securities of any other company held or owned by the company or in which the company may have an interest or in or about the formation or promotion of the company or of the conduct of its business or in the promotion or formation of any other company in which the company may have an interest

14. To enter into partnership or into any arrangement for sharing profits or in to any union of interest, joint-ventures, reciprocal concession or cooperation with any person or persons or company or companies carrying on or engaged in or about to carry on or engage in or being authorized to carry on or engaged in any business or transaction which this company is authorized to carry on or engage in any business or transaction capable of being conducted so as directly to benefit this company.
15. To enter into agreements and take all necessary and proper steps with government or with other authorities national, local, municipal or otherwise of any place in which the company may have interest and to carry on any negotiation or operation for purpose of directly or indirectly carrying out the objects of the company or effecting any modifications in the constitution of the company or furthering the interests of its members and to oppose any such steps taken by any other company or person which may be considered likely to prejudice the interests of the company or its members and to obtain from any such governments or authority any characters, contracts, decrees, rights, loans, privileges or concessions which the company with any such arrangements, character, contracts, decrees, rights, privileges or concessions.
16. To adopt such means of making known the products of the company as may be expedient and in particular by advertising in the press, by circulars, by purchases and exhibition of works of art of interest, by publication of books and periodicals and by granting prizes, rewards and donations.
17. To undertake and execute any trust, the undertaking of which may seem to the company desirable either gratuitously or otherwise.
18. To draw, make accept, discount, endorse, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments.
19. To apply for, tender purchase of otherwise acquire any contract and concessions for or in relation to the constructions, execution, carrying out equipment, improvement, management, administration or control of works and conveniences, and undertake, execute, dispose of or otherwise turn to account the same, to sublet all or any contracts from time to time and upon such terms and conditions as may be thought expedient.
20. To invest and deal with the surplus money of the company not immediately required in such manner as may from time to time be determined but not to do banking business within the meaning of the Banking Regulation Act, 1949.

21. To undertake, act and execute any type of contracts including exploration, production and transport of oil and gas and to acquire concessions or licenses granted by Government of India or any State Governments or any other legal body in the objectives.
 22. To amalgamate the company with other suitable entities to explore the synergy/ synchronization and also to undertake de-merger or restructuring process in the best interest of the company.
- IV. The liability of the Member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them
- V ***The Authorized Share Capital of the Company is Rs. 75,00,00,000/- (Rupees Seventy-Five Crores Only), divided into 75,00,00,000/- (Seventy-Five Crores Only) equity shares of Re. 1/- (Rupee One Only) each****

The amendment in the Capital Clause of Memorandum of Associations has been approved and adopted by the Company by passing Special Resolution in the duly convened Extra Ordinary General Meeting held on May 5, 2023, wherein the authorised capital of the company increased from Rs. 5,50,00,000/- (Rupees Five Crores Fifty Lacs) to Rs. 30,00,00,000/- (Rupees Thirty Crores).

The new set of Memorandum of Association in consonance with Companies Act 2013, has been adopted by the company by replacing the Memorandum of Association of Companies Act 1956 by passing Special Resolution in the 57th Annual General Meeting dated August 16, 2023.

The amendment in the object clause of the Memorandum of Associations has been approved and adopted by the Company by passing Special Resolution in the 57th Annual General Meeting dated August 16, 2023 and by Postal Ballot as on November 23, 2023.

The amendment in the Capital Clause of Memorandum of Associations has been approved and adopted by the Company by passing Special Resolution as on November 23, 2023, by conducting Postal Ballot under Section 110 of Companies Act 2013, wherein the authorised capital of the company increased from Rs. 30,00,00,000/- (Rupees Thirty Crores) to Rs. 75,00,00,000/- (Rupees Seventy-five Crores).

The amendment in the Name clause of the Memorandum of Associations has been approved and adopted by the Company by passing Special Resolution as on February 14, 2024, by conducting Postal Ballot under Section 110 of Companies Act 2013, wherein the name of the company has been changed from “Justride Enterprises Limited” to “Eraaya Lifespaces Limited”.

***The amendment in the Capital Clause of Memorandum of Associations has been made by the Company by passing a Special Resolution in the duly convened Extra-ordinary General Meeting held on as on November 19, 2024, wherein subsequent to the sub-division (split) of Company’s 1(One) Equity share of face value of Rs. 10/- (Rupees Ten Only) each into 10 (Ten) Equity Shares of Face Value of Re. 1/- (Rupee One Only) the amendment to the existing Clause V ‘Capital Clause’ of the Memorandum of Association of the Company was approved and adopted.**

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

Sr. No.	Name, addresses, occupation and description of subscribers	No. of Equity Shares taken by each Subscriber	Signature of Subscribers	Signature of witness with address description and occupation
1.	Miss Shobha C. Shriram D/o Lala Charat Ram Executive Trainee 26, Sardar Patel Road, New Delhi	One Equity	Sd/-	Sd/- (P. C. MATHUR) S/o Shri Naunihal Chand 3C/46, Rohtak Road, New Delhi (Service)
2.	Mr. Deepak C. Shri Ram S/o Lala Charat Ram Management Trainee 26, Sardar Patel Road, New Delhi	One Equity	Sd/-	
3.	Lala Charat Ram S/o Late Sir Shri Ram Industrialist 26, Sardar Patel Road, New Delhi	One Equity	Sd/-	
Total		Three Equity		
Dated this	7th	day of	February	1967

[Handwritten signature]

For Justice DELHI

 ... Limited

Director