

To

**The Manager-Listing & Compliance Department  
Metropolitan Stock Exchange of India Limited  
Building A, Unit 205A, 2<sup>nd</sup> Floor,  
Piramal Agastya Corporate Park,  
L.B.S Road, Kurla West,  
Mumbai-400070**

**Sub: Certified true copy of proceeding of Postal Ballot (EVSN:230623002)**

**Stock Scrip Code: SGEL**

**Ref: Regulation 30 read with clause 13 of Para A of Part A of schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Dear Sir/ Madam,**

This is further to our letter dated 23-06-2023 regarding the results of Postal Ballot approving:

1. Alteration of the Object clause of the Memorandum of Association of the Company; and
2. Adoption of new sets of the Memorandum of Association of the Company

In accordance with Regulation 30 read with clause 13 of Part A of Schedule III of SEBI (LODR) Regulations, 2015 we are submitting herewith certified true copy of the proceeding of the Postal Ballot.

Kindly take the information on record. The copy of proceedings will also be available at the Company website <http://www.starliteglobal.in/investors/>

**Yours faithfully,  
For Starlite Global Enterprises (India) Limited**



**Megha Bisht  
Company Secretary & Compliance Officer  
Membership No: A47797**



**Place: Hyderabad  
Date: 27-07-2023**

**(CIN: L17110TG1962PLC000915)**

**STARLITE GLOBAL ENTERPRISES (INDIA) LTD.**

**PROCEEDINGS OF THE RESOLUTION PASSED BY THE MEMBERS OF THE COMPANY ON JULY 25, 2023 TUESDAY BY WAY OF POSTAL BALLOT, PURSUANT TO SECTION 108 & 110 OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014.**

Pursuant to Section 108 and Section 110 of the Companies Act, 2013 ("Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (the Rules), including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (the "MCA") for holding general meetings / conducting postal ballot through e-voting vide General Circular Nos. 14/2020 dated 8<sup>th</sup> April 2020; 17/2020 dated 13<sup>th</sup> April 2020; 22/2020 dated 15<sup>th</sup> June 2020; 33/2020 dated 28<sup>th</sup> September 2020, 39/2020 dated 31<sup>st</sup> December, 2020, 10/2021 dated 23<sup>rd</sup> June 2021, 20/2021 dated 8<sup>th</sup> December 2021, 3/2022 dated 5<sup>th</sup> May 2022 and 11/2022 dated 28<sup>th</sup> December 2022 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Secretarial Standard – 2 issued by the Institute of Company Secretaries of India, Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), and any other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereto for the time being in force), the Board of Directors of the Company through the Board resolution unanimously passed on June 16, 2023, Friday, consented to obtain approval of the members of the Company by way of Postal Ballot for the matter specified below:

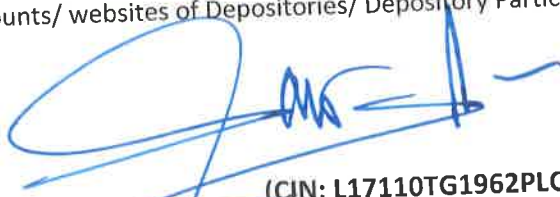
- 1- **Alteration of the Object Clause of the Memorandum of Association of the Company; and**
- 2- **Adoption of new sets of the Memorandum of Association of the Company**

The Notice of Postal Ballot which comprised resolution proposed for approval of the members and the explanatory statement thereto and reasons thereof, was sent only by email on Friday, June 23, 2023 to the Members, whose email addresses were registered with the Registrar and Share Transfer Agent ("RTA") of the Company and as on Monday, June 19, 2023 ("cut-off date").

Postal Ballot, as per the MCA Circulars meant voting only by electronic means through the remote e-voting facility and accordingly the Members were required to communicate their assent or dissent through the remote e-voting facility only.

In compliance with MCA circulars the Company issued public notice by way of advertisement in the newspaper namely, Business Standard (in English) and Nava Telangana (Telugu) on Saturday, June 24, 2023, in respect of Notice of Postal Ballot, completion of dispatch of notice by Email to members on registered emails, manner and duration of remote e-voting, manner of registering email address and other required information. The copy of the same was submitted to Metropolitan Stock Exchange of India Limited (MSEI) and was also placed on the website of the Company at <http://starliteglobal.in/investors/assets/investors/compliance/Postal%20Ballot%20Notice.pdf>.

The Company provided the remote e-voting facility to enable the members to cast their vote in electronic mode through e-voting module provided by Central Depository Services (India) Limited ("CDSL") (the "remote e-voting"). Further, pursuant to SEBI Circular No. SEBI/ HO/CFD/CMD/CIR/P/2020/242 dated 9<sup>th</sup> December, 2020 on "e-Voting facility provided by Listed Companies", all the individual shareholders holding shares in demat mode, where allowed to cast their vote through the remote e-voting by way of single login credential through their demat accounts/ websites of Depositories/ Depository Participants (DPs).



(CIN: L17110TG1962PLC000915)



**STARLITE GLOBAL ENTERPRISES (INDIA) LTD.**

**Remote e-voting Period:**

**Commencement of remote e-voting period: Monday, 26-03-2023 at 9:00 AM (IST)**  
**End of remote e-voting period: Tuesday, 25-06-2023 at 5:00 PM (IST)**

The members were informed that the remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled upon expiry of aforesaid period.

Pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2015, the Board of Directors at its meeting held on Friday, June 16, 2023 appointed Mr. Akhil Mittal, Practicing Company Secretary (M No. A38717 and COP 21095) as a Scrutinizer for conducting the Postal Ballot voting process in a fair and transparent manner.

Further the Board of Directors had jointly and / or severally authorized Mr. Sanjay Patwari, Managing Director and Ms. Megha Bisht, Company Secretary and Compliance Officer of the Company to receive the Scrutiniser's Report of the total votes casted through Remote e-voting and declare the Result of voting.

Accordingly, Mr. Sanjay Patwari, Managing Director (DIN:00253330) and Ms. Megha Bisht, Company Secretary and Compliance Officer (M. No A47797) of the Company, with the Authority of the Board received the Scrutiniser's Report dated July 26, 2023 on the Postal Ballot process and details of vote cast on Postal Ballot through e-voting (the Scrutiniser's Report).

Mr. Akhil Mittal the Scrutinizer, in the Scrutinizer's Report confirmed that the Company completed the e-mail dispatch of Notice of Postal Ballot on June 23, 2023. The Notice was sent to the Members whose names appeared in the Register of Members dated June 19, 2023 (cut-off date).

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting remote e-voting ("Postal Ballot") by the Members of the Company.

It is further confirmed that during this period, Members of the Company, holding shares in physical and dematerialized form, as on the cut-off date, were able to cast their vote through remote e-voting on the resolution set out in the Notice of Postal Ballot. It is further confirmed that the Scrutinizer unblocked the votes cast through the remote e-voting module on Tuesday, July 25, 2023 at 5.57 PM. Thereafter the Scrutinizer carried out the scrutiny of votes cast by Postal Ballot i.e through the remote e-voting ("Postal Ballot"), on the item of business set out in the Notice of Postal Ballot dated Friday, June 16, 2023 and submitted his Report dated July 26, 2023 to the Company Secretary and Compliance Officer of the Company, as mentioned hereinabove. The Scrutinizer in his Report confirmed that the voting rights of members were considered in proportion to the paid-up value of their shares in the equity capital of the Company as on Monday, June 19, 2023 "cut-off date" fixed by the Company. Total number of shareholders as on the cut-off date was 204 holding 3972824 equity shares of the Company. The Scrutinizer confirmed that the Postal Ballot voting process was conducted in a fair and transparent manner. As per the Scrutinizer's Report total number of members who participated in remote e-voting were 11 (Eleven) holding 1908582 equity shares.

The Summary of the voting results as per the Scrutinizers report was as under:



(CIN: L17110TG1962PLC000915)

**STARLITE GLOBAL ENTERPRISES (INDIA) LTD.**

Accordingly, the following resolution as set out in Item No. 1 and 2 of the Notice of Postal Ballot was declared as passed with requisite majority as Special Resolution on July 25, 2023

S. No	Particulars of Resolutions	No of Members voted	No of Votes Cast by them	No of votes in favour	% of Votes in favour	No of votes against	% of Votes in against	No of invalid/ Abstained votes
1	Alteration of the Object Clause of the Memorandum of Association of the Company	11	19,08,582	19,08,582	100.00%	0	0	0
2	Adoption of new sets of the Memorandum of Association of the Company	11	19,08,582	19,08,582	100.00%	0	0	0

As per the Board Resolution dated June 16, 2023, Mr. Sanjay Patwari, Managing Director (DIN: 00253330) and Ms. Megha Bisht, Company Secretary & Compliance Officer (M No. A47797) was jointly and / or severally authorized to declare the result of the postal ballot by placing it, along with the scrutinizer's report, on the website of the Company at <http://starliteglobal.in/investors/> and to do all such acts deed and things as may be necessary in this regard.

Accordingly, the Result of postal ballot was declared around July 27, 2023 by the Company Secretary. Pursuant to Companies Act, 2013, the aforesaid resolution is passed as Special Resolution dated Tuesday, July 25, 2023 at 5.00 p.m. at the registered office of the Company. In this regard, the certified true copy of the resolution passed are attached.

By order of the Board  
For Starlite Global Enterprises (India) Limited



Sanjay Patwari  
Managing Director  
DIN:00253330




Megha Bisht  
Company Secretary & Compliance officer  
M. No: A47797

Place: Hyderabad  
Date: 27-07-202

(CIN: L17110TG1962PLC000915)

**STARLITE GLOBAL ENTERPRISES (INDIA) LTD.**

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE MEMBERS OF THE COMPANY ON JULY 25, 2023 TUESDAY BY WAY OF POSTAL BALLOT, PURSUANT TO SECTION 108 AND 110 OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014.**

**Item No. 1- Alteration of the Object Clause of the Memorandum of Association of the Company**

**“RESOLVED THAT** pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with applicable rules made including any statutory modification(s) or re-enactment(s) thereto for the time being in force, and rules made thereunder and subject to the approval of the Registrar of Companies and all other all necessary approvals, consents, permissions and/or sanctions as may be necessary and subject to such amendments, modifications, terms and conditions as may be suggested or required by such appropriate authority(ies), which the Board of Directors is authorised to accept, as it may deem fit, the consent of the Members be and is hereby accorded for alteration/modification, substitution, addition and deletion in the Objects Clause (Clause III) of the Memorandum of Association of the Company. The Main object clause of the Memorandum of Association of the Company be and is hereby altered and amended as follows:

**A. The title of the existing Clause III (A) of the Object clause of the Memorandum of Association of the Company be titled as “The objects to be pursued by the company on its incorporation are”.**

**The existing Clause III and III (A) (Main objects Clause) of the Memorandum of Association of the Company be altered as new Clause III(a) as under:**

1. To carry on business of contractors, Builders, Town planners, Infrastructure developers, Estate developers and Engineers land developers, Land Scapers, estate agents, immovable property dealers and to acquire, buy, purchase, hire or otherwise lands, buildings, civil works immovable property of any tenure or any interest in the same and to erect and construct, houses, flats, bungalows, kothis or civil work of every type on the land of the Company or any other land or immovable property whether belonging to the Company or not and to pull down, rebuild, enlarge alter and other conveniences and to deal with and improve, property of the Company or any other Immovable property in India or abroad and to engage civil mechanical and labour contractors, professionals building and erection engineers as may be required and necessary and to act as a dealers, importer, exporters of materials and to undertake manufacturers of various products, by-products, prefabricated and pre cast houses and to purchase, acquire, take on lease or in exchange or in any other lawful manner any area, land, buildings, structures and to turn the same into account, develop the same, dispose-off or maintain the same.
2. To carry on the business of construction and development of hi-technology industrial parks, residential townships, vocational training centres, leisure parks, convention centres, multi-storied buildings/ colonies, commercial complexes, office complexes, market, shopping complexes, club, mall, public and private estates/ villas, hospitals and development of other infrastructural facilities and to act as technical consultants and advisors in all matters relating to rural and urban infrastructural developments in India & / or outside India and to carry on the business of leasing and as such to give on lease all kinds of equipment’s, plant and machinery, household articles, land, buildings, office space, agricultural land, plantations, agricultural produce, vehicles, electrical and electronic equipment’s, goods, articles and commodities of all kinds and other movable and immovable properties, rights, claims and other interests there in.



(CIN: L17110TG1962PLC000915)



**STARLITE GLOBAL ENTERPRISES (INDIA) LTD.**

3. To undertake the business of providing leasing and services of management, maintenances of co-working space, office space (plug and play), multi-storied buildings/ colonies, commercial complexes, office complexes, market, shopping complexes, club, mall, public and private estates/ villas, hospitals and operations thereon of common services for the benefit of the owners, corporates, lessees, occupants and residents thereof on such terms and conditions and for such considerations as may be agreed to between the parties and run the same with such additions, alterations, improvements or limitation as may be deemed fit in India & / or outside India and to do all matters connected therewith or incidental thereto and to carry on business in the purchase and sale of Immovable properties such as lands, buildings, estates and to manage lands, building, houses and any other property belonging to the Company and collect rents and income, necessary to provide the tenants and occupiers of such convenience and advantages.
4. To carry on all or any of the business in natural fibers namely cotton, silk, flax, hemp, jute, wool combers, worsted spinners, woolen spinners by way of manufacturing, processing and trade in fiber &/or products like yarn, fabrics, garments and by by-products which includes man-made fiber/yarns like polyester & viscose and to carry on the business of spinning, knitting, weaving, bleaching, dyeing, doubling, reeling and finishing as manufactures, processors, importers, exporters and traders in cotton all other natural fibers (organic or inorganic) and all types of man-made fiber either wholly or mixed in any proportion and to act as manufacturers, processors and dealers of such products including readymade garments, technical textiles, carpets blankets and other products thereon in India & / or outside India.
5. To carry on in India or elsewhere the business of generation, storage, accumulation, transmission, distribution, supply, purchase, sale, exchange, export, import, trading in electricity including solar power, wind power, any renewable energy, any other source of energy whether conventional or non-conventional and to construct, lay-down, establish, fix and carry-out all necessary infrastructures including power stations, cables, wires, transmission lines, accumulators and other equipment's relating thereto.

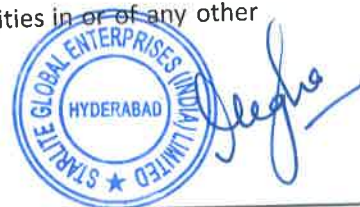
**B. Clause III (b) shall be added/modified after Clause III (a) as under:**

**III (b) Matters which are necessary for furtherance of the objects specified in Clause III (a) are:**

6. To apply for purchase or by any other means, acquire any patents, prolong and renew, any patents, patent rights, brevets de-invention licenses protections and the concessions which may appear likely to be advantageous or useful to the Company, and to use and turn to account, and to manufacture under grant licenses or privileges in respect of the same and to spent money in experimenting upon and testing and in improving or seeking to improve any patents, inventions or rights which any acquire or propose to acquire.
7. To carry on all or any of the business, namely to purchase, take on lease or otherwise acquire land, buildings, plant and machinery tools for the purpose aforesaid and to construct, erect and equip Mills, factories, offices; dwelling in India and/ or outside India.
8. To form, incorporate or promote any company or companies, association or associations, subsidiary or otherwise for the purpose of acquiring all or any of the property, rights and liabilities of the Company or for any other purpose which may seem directly or indirectly calculated to benefit the Company and to transfer to any such company property of the Company and to be interested in or take or otherwise acquire, hold, sell, or otherwise dispose of shares, debentures and other securities in or of any other

(CIN: L17110TG1962PLC000915)

**STARLITE GLOBAL ENTERPRISES (INDIA) LTD.**



company for all or any of the objects of the Company, and to subsidiaries or otherwise assist in any such company.

9. To set up, construct, take on lease or in any other manner and to operate render technical advice in constructing, furnishing, running and management of retail business including brand & non branded stores, departmental stores, fashions (includes cosmetics) stores, direct to home & mail order catalogue for all category of products and services dealing in all kinds of goods, materials and items in India or any other part of the world.
10. To deal in all kind of garments, fabrics, accessories and allied goods in India and abroad.
11. To purchase, take on lease or in exchange or otherwise acquire, 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 particulars any land, building, easements, machinery, plants and stock in trade and to construct maintain after any buildings, or works, necessary or convenient for the purpose of the company."
12. To purchase, take on lease or otherwise acquire lands in India or elsewhere and in particular lands producing or likely to produce cotton, jute or other fibrous substances and also to grant concessions, claims, licenses of any description of and over any such land and / or to work develop, improve and cultivate the same
13. To enter into partnership or into any arrangements for sharing profits, union of interest, joint venture, co-operation, reciprocal concession or otherwise with any person, firm or Company carrying on or engaged in or about to carry on or engage in, any business or transaction which this Company is authorized may seem capable of being carried on or conducted so as directly or indirectly to benefit the Company and to lend money to, guarantee the contracts of or otherwise assist any such person, firm or company and to take or otherwise acquire and hold, re-issue, with or without guarantee or otherwise deal with the same.
14. To acquire, develop and turn to account any land, in particular by laying out and preparing the same for building purpose, constructing, altering, pulling down, decorating, maintaining, finishing, fitting up and improving building and by planting, drawing, forming, cultivating, letting on building lease or building agreement, and by advancing into contracts and arrangements of all kinds with builders, tenants and others; and also to take up infrastructural & developmental and construction projects i.e. residential/ commercial/ industrial; Tourist and entertainment sectors as well as in private and public sectors including taking up high value projects for construction of warehouse cold storage plants, and laying roads, Bridges, culverts, Canals and other like nature projects both in India as well as in countries outside India.
15. To manage lands, buildings, houses, and any other property belonging to the Company and collect rents and income necessary to provide the tenants and occupiers of such convenience and advantages.
16. To enter into any arrangements with any Governments or states or authorities, municipal, local or otherwise, that may seem conducive to the Company's objects, or any of them and to obtain from any such governments or state or authority any rights privileges and concessions which the Company may think it desirable to obtain and to carry out exercise and comply with any such arrangements, rights, privileges and concession.
17. To undertake carry on any business, transaction or operation commonly undertaken or carried on by promotes of Companies, concessionaries, contracts for public and other works, or merchants.

**STARLITE GLOBAL ENTERPRISES (INDIA) LTD.**

(CIN: L17110TG1962PLC000915)



18. To wash, clean purify, scour, bleach, wring, dry, iron, colour, dye, disinfect, renovate and prepare for use all articles of wearing apparel, hose hold, domestic and other linen and cotton and woolen goods and clothing and fabrics of all kinds.
19. To carry on all or any of the business of manufacturing in India & / or outside India of Industrial Alcohol (Rectified Spirit), alcohol, ethanol and other chemicals and sell by retail or whole sale such products.
20. To cultivate buy, sell and deal in raw or finished cotton, wool jute, silk, artificial silk and other fibrous substances and to prepare, spin, clean, press and pack the same and sell the materials so manufactured.
21. To purchase or otherwise acquire and undertake the whole or any part of the business, property, rights and liabilities of any person, firm or company carrying on any business which this Company is authorized to carry on and to purchase acquire, apply for hold, sell and deal in share, stock, debenture of any such person, firm or company and to conduct or make, carry into effect any arrangement in regard to the winding up of the business of any such persons firms or Company.
22. To be interested in promote, and undertake the formation and establishment of such institutions, business, pools, combines, syndicates-industrial, trading or manufacturing-as may be considered to be conducive to the profit and interest of the Company and to acquire promote and / or subside interests in any industry or undertaking and to carry on any other business (industrial, trading, manufacturing or other) which may seem to the company capable of being conveniently carried on in connection with any of the objects of the Company of or otherwise calculated, directly or indirectly, to render any of the Company's properties or rights for the time being profitable.
23. To establish, appoint, register, regulate and discontinue branches, offices, agents, representatives, depots, distributors, retailers in India and Abroad, as the Company may from time to time determine for carrying out all or any of the Company objects and to act as Agents for others.
24. To set up subsidiary (ies) or part owned by the Company in India or outside India which include step down subsidiary.
25. To deal, exchange, mortgage, let, sub-let, lease, rent or hire, royalty or tribute, grant licences, easements, dispose, options and other rights over and in any other manner, deal with or dispose off the whole or any part of the undertaking, business or property, land, factory, facilities, warehouses, buildings, other assets, rights and effects of the Company for such consideration as may be thought fit.
26. To sub-let all or any contracts from time to time and upon such terms and conditions as may be thought expedient.
27. To sell, mortgage, assign or lease and in any other manner deal with or dispose off the undertaking or properties of the Company or any part thereof, whether movable or immovable for such consideration as the Company may think fit and in particular for shares, debentures or other securities of any other Company having objects altogether or in part similar to those of this Company.
28. To improve, manage, work, develop, alter, exchange, mortgage, lease, turn to account, abandon or otherwise deal with all or any part of the properties, rights and concessions of the Company.
29. To Purchase or otherwise acquire and undertake the whole or any part of the business, property, rights and liabilities of any person, firm or company, carrying on any business which this Company is authorized to carry on, or possessed of property or rights suitable for any of the purpose of the Company, and to purchase, acquire, apply for hold, sell, deal in shares, stock, debentures or debentures stock of any such

(CIN: L17110TG1962PLC000915)

**STARLITE GLOBAL ENTERPRISES (INDIA) LTD.**





person, firm and company and to conduct make to carry into effect any arrangement in regard to the winding up of the business of any such person, firm of the Company.

30. To carry on in India or elsewhere the business to develop, generate, receive, distribute/ supply, produce, improve, buy, sell, resell, acquire, transmit, accumulate, employ, distribute, develop, handle, protect, supply electric power from any source and to act as agent, broker, representative, consultant, collaborator, or otherwise to deal in electric power in all its branches of such place or places as may be permitted by appropriate authorities by establishment of power plants including solar power plants and invest in Solar Power Projects/ Plants/Units and Companies and to carry on in India or elsewhere all or any of the business or businesses to manufacture, design, buy, sell, import, export, develop, invent, improve, carry out research, prepare, own, make use of, maintain, repair, alter, convert, distribute, license, hire, lease, franchise, act as principals, agents, contractors, lessors, consultants and otherwise deal in all kinds of silicon and non-silicon based solar crystalline and thin film panels, photovoltaic cells, modules, systems (including solar thermal technology and concentrator type solar cells, module and systems) capable of being used for or in connection with application of solar power, whether for lighting, heating sound, communications (including telecommunications) or otherwise for industrial domestic agricultural and defense purposes, promote, develop, build, own, acquire, erect, construct, establish, maintain, improve, manage, operate, alter, carry on, control, take on hire lease, sell, transfer power plants, co-generation, power plants, energy conservation projects, power houses, canals, transmission and distribution system for generation, distribution, transmission and supply of electrical energy and to take up turnkey contracts within the country and outside involving Engineering, Consultancy, Procurement, Construction, Project Management and Completion in power sector.
31. To enter into partnership or into any arrangement (including joint venture).
32. To amalgamate, acquire and underwrite all or any part of the business, property and liabilities of any person, firm or company carrying on or proposing to carry on any business, which the Company is authorized to carry on or take possession of property suitable for the purpose of the Company or which can be carried on in conjunction therewith or which is capable of being conducted so as to directly or indirectly benefit the Company.
33. To purchase, own, take on lease or in exchange or otherwise acquire and undertake all or any part of the business rights, privileges, property and liabilities of and to amalgamate or enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint venture or reciprocal concessions or otherwise with any person or persons, firm or company or companies having objects altogether or in parts similar to those of the Company and carrying on or engaged in or about to carry on any transaction which the company is authorized to carry on or engage in or which can be carried on in conjunction therewith so as to, directly or indirectly, benefit the Company.
34. To promoter and form and to be interested in and take to, apply for, acquire, hold and dispose of shares in any other Company having objects similar altogether or in part to those of this Company or carrying on any business capable of conducted so as directly or indirectly to benefit the Company, and to subsidize or assist any such company financially or otherwise by issuing or subscribing for or guaranteeing the subscription and issue of shares, stock, debentures stock and other securities of such company.
35. To open Bank Accounts of all kinds including overdrafts and to draw, make, accept, endorse, discount, negotiate, execute and issue cheques, bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments or securities.
36. To advertise and publicize or promote the sale of any goods, articles or things produced, manufactured, traded or dealt in any manner by the Company as may be deemed expedient including advertising in the

(CIN: L17110TG1962PLC000915)

**STARLITE GLOBAL ENTERPRISES (INDIA) LTD.**





press, TV, posting of bills, the issue of publications or circulars, pamphlets, price lists, leaflets, catalogs, brochures or by the circulation of momentous, or by granting prizes, rewards, gifts and other articles.

37. To make such arrangements as the Company may deem fit for the holding of any property of the Company in the name of Trustees or a Trustee for the Company.
38. To create any depreciation fund, reserve fund, insurance fund, or any special fund, whether for depreciation or for repairing, improving, extending or maintaining any of the property of the company or for redemption of debentures or redeemable preference shares or for any other purpose whatsoever conducive to the interest of the company.
39. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory provident, pension or superannuation funds for the benefit of and give or procure the giving of donations, gratuities, pensions, allowances or emoluments to any persons who are or were at any time in the employment or service of the company, or of any company, which is subsidiary of the company or is allied to or associated with the company or who are or were at any time Directors or Officers of the company or of any such other company as aforesaid, and the wives, widows, families and dependents of any such persons and also establish and subsidize and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interests and well-being of the company or any such other company as aforesaid, and make payments to or towards the insurance of any such person as aforesaid and do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.
40. To distribute among the members, in specie, any property of the company or any proceeds of sale or disposal of any property of the company, subject to the provisions of the Companies Act.
41. The objects of the Company shall be carried out by the Company either directly or through Special Purpose Vehicles created for specific purpose.
42. To pay for any properties, rights or privileges acquired by any Company in shares or debentures of this company or partly in shares or debentures and partly in cash or otherwise and to give shares or stock or debentures of this company in exchange of shares of stock or debentures of any other company.
43. To pay all the costs, charges and expenses of and incidental to the promotion and formation registration and establishment of the company and the issue of as capital, including any underwriting or other commissions, brokers fees and charges in connection therewith.
44. To remunerate or make donations to (by cash or other assets, or by the allotment of fully or partly paid shares or by a call or option on shares, debentures, debentures stock or securities of this of any other company or in any other manner) whether out of the Companies capital profits or otherwise any person or persons for services rendered or to be rendered in introducing any property or business to the company or placing or assistance to place or guaranteeing the subscription of any shares, debentures, debenture stock or other securities of the company or for any other reason which the company may think proper.
45. To procure the registration or other recognition of the company in any country, state or place and to establish and regulate agencies for the purpose of the company business.
46. To apply, join in applying to and obtain from any parliament or legislative authority, Government, Local, Municipal or other Authority or Body, British, Colonial or Foreign, or with any Rajahs, Zamindars, Landholders, or other persons for any acts or parliament, or other acts of legislature, laws, decrees, concessions, order, rights or privileges or authority that may seem conducive to the Company's objects or any of them or may seem expedient to obtain any provisional order or act of legislature for enabling

(CIN: L17110TG1962PLC000915)

**STARLITE GLOBAL ENTERPRISES (INDIA) LTD.**



the Company to carrying any of its objects into effect or for effecting any modification of the Company's constitution or for any other purpose which may seem expedient and to oppose any proceedings or applications or legislation or grant or withdrawal of any rights, privileges or concessions of any impositions or alteration or cancellation of any taxes or any duties or tariff which may seem calculated directly or indirectly to prejudice the Company's interests.

47. To open and keep register or registers in any country, state, territory or domination wherever in may be deemed advisable to do so and to allocate any number of shares in the company to such register.
48. To undertake and execute any trusts, the undertaking where off may seem desirable, either gratuitously or otherwise.
49. To draw, make issue, accept and to endorse, discount and negotiate promissory notes, hundies, bill of exchanges, bill of lading, delivery orders, warrants, warehouse keeper's certificate and other negotiable or commercial or mercantile instruments connected with the business of the Company.
50. To invest, apply for and acquire or otherwise employ moneys belonging to or entrusted to the Company upon securities and shares or without security, upon such terms as may thought proper and from time to time to vary much transaction in such manner as the company may think fit.
51. To receive money, securities or valuable on deposit at interest or otherwise from persons having dealing with the Company or for custody on any terms whatsoever, provided the Company shall not carry on the business of banking as defined under the Banking Regulations Act, 1949.
52. To lend and advance money, either with or without security and give credit to such persons, firms, or body corporate (including government) or Company and in particular to customers and other having dealing with the Company on such terms and conditions as the Company may think fit provided that the Company shall not do any business of banking within the meaning of Banking Regulations Act, 1949.
53. To make advance upon or for the purchase of materials, good machinery stores and other articles required for the purpose of the Company.
54. To do all such other things in ay part of the world as may be deemed incidental or conducive to attainment of the main objects or any of them.

**RESOLVED FURTHER THAT** necessary revision in numbering the clauses of the Memorandum of Association of the Company shall be carried out.

**RESOLVED FURTHER THAT** any Directors of the Company and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.



(CIN: L17110TG1962PLC000915)

**STARLITE GLOBAL ENTERPRISES (INDIA) LTD.**

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Director of the Company be and are hereby severally authorized on behalf of the Company to take all necessary steps in this regard in order to facilitate the legal and / or procedural formalities including filing of requisite forms with the Registrar of Companies/ Ministry of Corporate Affairs or with any other Authority and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary for such purpose and with powers on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard.

**By order of the Board  
For Starlite Global Enterprises (India) Limited**



**Sanjay Patwari  
Managing Director  
DIN:00253330**



**Megha Bisht  
Company Secretary & Compliance officer  
M. No: A47797**

**Place: Hyderabad  
Date: 27-07-2023**

**(CIN: L17110TG1962PLC000915)**

**STARLITE GLOBAL ENTERPRISES (INDIA) LTD.**

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE MEMBERS OF THE COMPANY ON JULY 25, 2023 TUESDAY BY WAY OF POSTAL BALLOT, PURSUANT TO SECTION 108 AND 110 OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014.**

**Item No. 2- Adoption of new sets of the Memorandum of Association of the Company**

**“RESOLVED THAT** pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with applicable rules made including any statutory modification(s) or re-enactment(s) thereto for the time being in force, and rules made thereunder and subject to the approval of the Registrar of Companies and all other all necessary approvals, consents, permissions and/or sanctions as may be necessary and subject to such amendments, modifications, terms and conditions as may be suggested or required by such appropriate authority(ies), which the Board of Directors is authorised to accept, as it may deem fit, the consent of the Members be and is hereby accorded for alteration/modification, substitution, addition and deletion in the Objects Clause (Clause III) of the Memorandum of Association of the Company, wherever required, to replace the reference to various sections of the Companies Act, 1956 with the reference to the corresponding sections of the Companies Act, 2013 in the Objects Clause of the Memorandum of Association of the Company and align Memorandum of Association of the Company with the provision of Companies Act, 2013.

**RESOLVED FURTHER THAT** any Directors of the Company and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Director of the Company be and are hereby severally authorized on behalf of the Company to take all necessary steps in this regard in order to facilitate the legal and / or procedural formalities including filing of requisite forms with the Registrar of Companies/ Ministry of Corporate Affairs or with any other Authority and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary for such purpose and with powers on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard.”

**//CERTIFIED TRUE COPY//**



**Sanjay Patwari**  
Managing Director  
DIN:00253330



**Megha Bisht**  
Company Secretary & Compliance officer  
M. No: A47797

Place: Hyderabad  
Date: 27-07-2023

**(CIN: L17110TG1962PLC000915)**

**STARLITE GLOBAL ENTERPRISES (INDIA) LTD.**