

MEMORANDUM
OF
ASSOCIATION
OF
REDMAX FOOTWEARS LIMITED
(FORMERLY KNOWN AS VIAAN INDUSTRIES LIMITED)

A COMPANY LIMITED BY SHARES



The Companies Act, 2013
COMPANY LIMITED BY SHARES

Memorandum of Association

OF

****Redmax Footwears Limited**
(Formerly known as Viaan Industries Limited)

- I. The name of the Company is "Redmax Footwears Limited (Formerly known as Viaan Industries Limited)."
- *** II. The Registered Office of the Company will be situated in the State of Maharashtra.
- III. The objects for which the Company is established are:
 - **** A. Main Objects to be pursued by the Company on its Incorporation:-
 - (i) To export, import, buy, sell, act as agent, produce, manufacture, trade or otherwise deal in all kinds of Consumer Goods, Ayurvedic Products, Herbal Products, Medical Products, Dairy Products, Electronic Products Including Development And Trading Of Mobile/Computer Based Application Games and Play Station, merchandise, edible oils, coal, de-oiled and oiled cakes, Soya bean, ground nut oil seeds, other oil bearing substances, Steel, cotton yam, synthetic yarn, blended yarn, chemicals, metals, bullion, Jewellery, diamond, sapphires, ruby, topaz, garnet, Emerald, textiles, capital goods, automobiles, consumer durables, commodities, agro products, precious metals, electronic goods, Machines, paper, cement, building and construction material, fibers, leather articles, garments, foot wear, watches, furniture, electrical goods and accessories, foods product, hydrocarbons, derivatives, Computers and Allied products and other articles goods capable of being imported, exported and traded and otherwise deals in commodities, goods articles and things through wholesale and retail market, bidding and online platform including Company website and other shopping portal and to act as a band to carry on the agency business and also act as film and animation producers, makers, directors and technicians of every description; to carry on business as motion picture producers and for these purposes to acquire or construct studios, offices, locations, properties, apparatus, scenery, sound-recording apparatus, lighting equipment and all other equipment and machinery for the production of motion pictures; to produce, direct, arrange and otherwise deal in and with television films, cartoons, cine films, documentaries and films of any and every description; to act as



computer training, computer manufacturing, computer technology, to take part and enter into agreement/contract with Govt./State Govt./Local bodies/Corporation/Govt. Dept./Govt. Organization/Agencies to implement/ work implement/work/project/Construction/ and to participate and work on projects assigned by the Govt. or its agencies for make in India, Skill India or any other Scheme launched by either local bodies, state government or central Government and to run in India or abroad school, colleges, boarding, houses, hostels, canteens, ashrams, gurukuls, teaching classes, coaching classes, refresher courses, crash courses, advanced courses, practical laboratories which includes Collect and process Umbilical Cord Blood and store the derived stem cells in cryogenic conditions for future use for a wide range of Medical diseases and to extract Stem Cells from any permitted source and store/use it for future Medical research and application. To conduct Research on cellular Medicine using appropriate models for the same., classes, refresher courses, crash courses, advanced courses, practical laboratories, libraries, experiment centers, preparatory coaching classes for all types of competitive national (Indian) examinations such international (foreign) examinations for primary, secondary, higher professional, advanced, technical education and training for under graduate, graduate and post graduate degree and diploma in the subject and branches of all types of disciplines/faculties such as commerce, arts, science, engineering, electronics, software, hardware, electrical, aeronautical, medical, pharmacy, mining, military, music, dance, acting, sports, designing, fashion, textiles, interior decoration, import/export, foreign languages, journalism, management, social, welfare and industry and any other field of education which can be imparted to the students regularly in such fashion as may be developed from time to time by the company and to do all such activities and business of may be incidental or necessary for the achievement of above objects and to act as advisors, consultants, promoters, partners or associates for such business or to import technical know-how, develop technical expertise know-how in abovementioned fields and to get affiliated/associated with Indian and/or Foreign universities, institutes, colleges and grant degrees/diplomas etc, on behalf of a such affiliated institutions.

***** (iv)

To carry on the business of manufacturing, selling, marketing, importing and exporting of foot wears made from leather, rubber, and canvas Rexene, plastic etc. and act as leather merchants and leather dressers & designers. To buy, sell, manufacture, repair, alter, improve, exchange, let out on hire and deal with all factories, works, plant, machinery, tools, utensils, appliances, apparatus, products, materials, substances, articles and things capable of being used in the production or manufacturing of boots and shoes and other leather and rubber goods, or used in the footwear business which the company is competent to carry on or required by any customers of or persons having dealing with the Company or commonly dealt in by person engaged in footwear business and to manufacture, experiment with, render marketable and deal in all products or by-products, incidental to or obtain in footwear business carried on by the company.



Main Object change vide special resolution passed by Postal Ballot & shareholders" approval received on 07th March, 2015

- a) Name Change of the Company vide special resolution passed by Postal Ballot & shareholder approval received on 04th September, 2015.
- b) Name change of the Company vide special resolution Passed by Postal Ballot & shareholders approval received on 06th March, 2025.

*** Amendment in Register office of the Company vide Special Resolution passed by Postal ballot held on 08th December, 2015 & Order passed by Regional Director (ER) Kolkata on 21st December, 2016

*** Amendment in Main Object and ancillary Object vide special resolution passed by Postal Ballot & shareholders approval received on 22nd May, 2017.

*** Amendment in Main Object vide special resolution passed on Annual General Meeting dated 22 November, 2024.



- 7) To guarantee the performance of the obligations of and payment of dividends and interest on any stock, shares or securities of any company, corporation, firm or person in any case in which directly or indirectly to further the objects of the Company or the interests of the shareholders.
- 8) To guarantee the payment of money unsecured or secured by or payable under or in respect of promissory notes, bonds, debentures, debenture-stock, contracts, mortgages, charges, obligations/instruments and securities of any company or any authority, supreme, municipal, local or otherwise or of any persons Whomsoever, whether incorporated, and generally to guarantee become surety for the performance of any contracts or obligations.
- 9) Subject to provisions of the Companies Act, 2013, and/or other law for the time being in force, to lend and advance money or give credit, with or without security, to such persons, companies, corporations or firms and on such terms as may seem expedient and in particular, to customers and others having dealings with the Company and to release or discharge any debt or obligation owing to the Company, guarantee the performance of any contract or obligation of any company, firm or person and to guarantee the payment and repayment of the capital and of the principal, dividend, interest or premium payable on any stock, shares or securities, debentures, debentures-stock, mortgages, loan or other securities issued by any company, corporation, firm or person, including(without prejudice to the generality of the aforesaid) bank overdrafts, bills of exchange and promissory notes and generally to give guarantee and indemnities, so however, that the Company shall not do any Banking business as defined in the Banking Regulations Act, 1949.
- 10) Subject to the provisions of the Companies Act 2013, to invest moneys of the Company, not for the time being required, for any of the purposes of the company in such investment (other than shares or stock of this Company) as may be thought proper and to hold, sell or otherwise deal with such investments.
- 11) To pay for any property acquired by the Company and remunerate any persons, firms or body corporate rendering services to the Company either by cash payment or by allotment of shares or securities of the Company or other company promoted by the company.
- 12) To sell, mortgage, exchange, grant leases, licenses, easements and other rights; to improve, manage, develop and turn to account or deal with whole or part of the property, assets, investments, undertakings, rights and effects of the Company, for such consideration as may be thought fit, including shares, debentures or securities of any other company, whether partly paid up or fully paid up.
- 13) To purchase, acquire or undertake or takeover the whole or any part of the business, profession, goodwill, property, contracts, agreements, rights, privileges, effects and liabilities of any person, firm or company carrying on or proposing to carry on or ceasing to carry on any business, profession or activity which the Company is authorized to carry on, or possess property or rights suitable for the purpose of the Company and upon such terms and subject to such stipulations and conditions and at or for such price or consideration, if any, in money, shares, debentures, moneys' worth or otherwise as may be deemed fit.
- 14) To apply for, purchase or otherwise acquire any patents, patent rights, copyrights, brevets, inventions, licenses, trademarks, formulas, 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 which may seem capable of being used for any of the purposes of the Company and to use, exercise, develop or



empowered to grant and to pay for, aid in, and contribute towards carrying of the same into effect,

- 24) To remunerate, whether by fixed sum or commission or participation in profits or partly in one way and partly in another, the officers, Employees and Directors of, the Company or any parties for services rendered or to be rendered or in placing or assisting to place any shares in the Company's capital or any debentures, debenture stock or other securities of the Company in or about the formation or promotion of the Company or the conduct of its business or activities.
- 25) To give to any directors, officers, servants or employees of the company any share or interest in the profits of the company's business or any branch thereof, and for that purpose to enter into any agreements or arrangements.
- 26) To receive royalty, commission, fees or any similar payment from Government, state or Local Authority or company, firm or person, whether incorporated or not, consideration for the use of any drawings, maps, designs, software, computer programmes, patents, inventions, models, designs, secret formulae or processes or similar property, rights or information concerning technical or scientific knowledge, experience or skill made available or provided or agreed to be made available or provide to such entities or in consideration of technical and management consulting services rendered or agreed to be rendered to such entities.
- 27) To pay out of the funds of the Company, all or any of expenses which the Company may lawfully pay with respect to the formation, registration, promotion of this or any other company promoted by this company or the issue of its capital, including brokerage and commission for obtaining applications, or for taking, placing or underwriting or procuring the underwriting of shares, debentures or other securities.
- 28) To create trusts for the welfare of members, directors, officers, employees, and/or their dependents, heirs and children and for any deserving objects and for other benefits of general public or section of public.
- 29) Subject to the provisions of the Companies Act, 2013, to accept gifts and to give gifts and donations from/to any person, in cash or kind. For any national, charitable, benevolent, public or useful purposes or to any institutions, clubs, societies, research associations, universities, colleges or any other persons or bodies.
- 30) To apply the assets of the Company in any way in or towards the establishment, maintenance or extension of any association, institution or fund in any way connected with any particular trade or business or with trade or commerce generally including any association, institution or fund for the protection of owners, officers and employees against loss by bad debts, strikes, combinations, fire, accidents, or otherwise or for the benefit of any employees and officers of the Company or any of its predecessors in business or their families or dependents and whether or not in common with other persons or classes of persons and in particular friendly, co-operative and other societies, reading rooms, libraries, educational and charitable institutions, dining and recreation rooms, places of worship, schools and hospitals and to grant gratuities, pensions and allowances and to contribute to any funds for welfare of employees and officers.
- 31) To establish and support or aid in the establishment and support of associations, institutions, funds, trusts calculated to benefit persons who are or have been Directors of or who are serving or who have been employed by or who are serving, or have served the Company or any company which is a subsidiary or



We, the several persons whose names and addresses are subscribed below, 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:-

Name, Addresses, Descriptions, Occupations of the Subscribers	Number of Equity Shares taken by each Subscriber	Signature of Subscriber	Name, Addresses, Descriptions, Occupations of the Witness
Loknath Goenka 12A-Madan Chatterjee Lane, Calcutta-7, S/o. late Ramgopal Goenka. Service.	10 (Ten)	Sd/-	Witness for all - R K Mookherjee S/o. late Kedar Nath Mukherjee 60, Bentinck Street Calcutta - 69 Service
Debabrate Bhattacharjee 56/1/1A- Satohasipara Road, Calcutta-700 022, S/o. late A.N. Bhattacharjee. Service.	10 (Ten)	Sd/-	
Santosh Chandra Bardhan Maharunayalata, Garia, 24 Parganas, Late Subodh Chandra Bardhan, Service.	10 (Ten)	Sd/-	
Sudhir Chatterjee 9-Chakraborti Pura Lane, Bally, Late P.N.Chatterjee. Service.	10 (Ten)	Sd/-	
Rabindra Nath Bain 7/B-Jalachand Patitundi Lane, Calcutta-2, Late Kamal K.Bain. Service.	10 (Ten)	Sd/-	
Atul Bhattacharjee 14-Charamatula Road, P.O.Bally, Dist. Howrah, Late B.N. Bhattacharjee Service.	10 (Ten)	Sd/-	
Bratindra Nath Mitre 28/1/1A-Jhamapukur Lane, Calcutta-9, S/o. late S.K.Mitre. Service.	10 (Ten)	Sd/-	
Total shares Taken	70 (seventy)		

Dated this 2nd day of September, 1982 at West Bengal

