THE COMPANIES ACT, 2013#
AND
THE COMPANIES ACT, 1956
(To the extent applicable)

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION#

OF

SUNSHINE PICTURES PRIVATE LIMITED

I. The name of the Company is **SUNSHINE PICTURES PRIVATE LIMITED.**

II. The Registered Office of the Company will be situated in the State of Maharashtra i.e. within the Jurisdiction of the Registrar of Companies at Mumbai.

III. The objects for which the Company is established are:

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

1 To carry on the business in India and abroad of production of films, feature films, short films, movies in analogue and digital form and to carry on the business in India or elsewhere of buying , selling, dealing in, taking and giving on assignment or otherwise, giving or taking on distributorship or other arrangements of dealing in copyrights, patents, intellectual property rights, literature rights, television programme rights, translation rights, renting rights, dubbing rights, television serial rights, sound and music rights, audio-video rights, concessions, licences and permission related to films and film properties and to carry on any other activity related to media and entertainment industry.

2. To carry on the business of hirers, producers, distributors, agents, exhibitors, importers, exporters, sellers, circulators and brokers of cinematographic films of topical interest, news films, documentary films, propaganda, publicity or advertising films, commercial films, television serials, corporate films whether salient or synchronized, movie or static movie and in any size, format, language, class or specification whether such films may be original or copy thereof in analogue or digital form.

(B) OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS ARE:-

3. To acquire and undertake the whole or any part of the business, property, and or / liabilities of any person(s), entity(ies) or company(ies) carrying on or proposing to carry on any business which the Company is authorised to carry on, or possessed of property suitable for the purposes of the Company, or business which can be carried on in conjunction therewith.

4. To apply for, purchase, or otherwise acquire and protect and renew in any part of the world any patents, patent-rights, invention, trade marks, designs, licenses, concessions and the like, conferring any exclusive or non-exclusive or limited right to their 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 or to use, exercise, develop, or grant licenses in respect of, or otherwise turn to account the property, rights or information so acquired and to spend money in experimenting upon testing or improving any such patents, inventions or rights.

5. To acquire from any person, firm, body corporate or incorporate, whether in India or elsewhere, technical information, know-how, processes, engineering, and operating data plans, lay-out, and blue prints useful for the design, erection, operation for the businesses of the Company and to acquire license or any other rights and benefits in the forgoing matters and things.

6. To take over and acquire the industrial licence, import-licence, permit and other rights carrying on in any industry on payment of fees and to pay compensation for technical services rendered in connection therewith and to acquire and take over business of any company, partnership or individual and for that purpose to enter into necessary agreements, deeds and arrangements.

7. To liase with Judicial and quasi Judicial authorities like courts, Department of company affairs, Income tax authorities, Reserve Bank of India and such other departments as may be required in connection with the business of the company.

8. To negotiate loans, under-writing contracts, mortgages, equity participation, cash credit, overdraft and other financial facilities from banks, financial institutions, Government and Semi Government Bodies, and others on behalf of the companies.

9. To promote, undertake and participate financially and otherwise in Joint ventures in India and abroad in association with Indian or overseas companies, either State owned or private, individuals and firms for and on behalf of the clients of the company.

#10. To mortgage, hypothecate, pledge and offer on hire or rent, all or any of the property whether movable or immovable, of any description whatsoever and other valuable securities of the company.

11. To invest and deal with the surplus moneys of the Company not immediately required in any manner as the Company may determine from time to time.

12. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, bills of lading, warrants, debentures, and other negotiable or transferable instrument.

13. To amalgamate, enter into partnership or into any arrangement for sharing profits, union of interest, co- operation, joint venture, joint marketing or reciprocal concession, or for limiting competition with any person or company carrying on or engaged in or about to carry on or engage in, any business or transaction which the Company is authorised to carry on or engage in, or which can be carried on in conjunction therewith.

14. To borrow or raise money, other than public deposit, from any person or Bank or Company or Governments in such manner and to extent as the Company thinks fit, and in particular by the issue of debentures, or debenture stock, perpetual or otherwise and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the property or assets of the Company (both present and future),

including its uncalled capital, and also by a similar mortgage, charge or lien to secure and guarantee the performance by the Company or any other persons or Company, as the case may be. The Company shall, however, not carry on any banking business as laid down in Banking Act, 1949.

15. To establish, and regulate branches or agencies of the Company at any place in India or elsewhere and discontinue the same.

16. To adopt such means of making known the business in which the Company deals or is interested as may seem expedient and in particular by advertising and giving publicity to the business of the company in all legitimate and proper way.

17. To promote, form and invest in Investment Company (ies) in India and abroad directly or as joint ventures in Association with other appropriate bodies, organizations, Companies, Individuals, to achieve objects of the company.

18. To raise financial resources, both in India and abroad, through various means and modes to finance Company and to make investment of surplus finances when available in short terms and long terms assets including marketable securities to achieve objects of the company.

19. To form, incorporate or promote any company or companies whether in India or abroad, having objects which in the opinion of the Company could directly or indirectly assist the company in the management of its business or the development of its properties or otherwise prove advantageous to the Company and to pay all or any of the cost 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 the formation or promotion of the Company or the conduct of its business or in or about the promotion of any other company in which the company may have a interest or in the issue of any securities of the company or any company promoted by this Company.

20. 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, but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law.

21. To indemnify members, officers, directors, agents, and servants of the company against the proceedings, costs, damages, claims and demands in respect of the anything done by them for and in the interest of the company or any loss, damages, or misfortune whatever which shall happen in execution of the duties of their office or in relation thereto.

22. To acquire by purchase or otherwise lands, buildings or any interest in immovable property for the purpose of the company.

23. To incur expenditure on market surveys, or engage the services of agents/ brokers to achieve any or all the objectives set out herein.

24. To purchase, take on lease, hire or otherwise acquire, any real and personal property and any rights or privileges which the Company may think necessary or convenient for the purposes of its business or may enhance the value of any other property of the Company.

25. To collect information from the market related to the trade, commerce and industries for the business of the Company.

26. To apply for, secure, acquire by grant, legislative enactment, assignments, transfer, purchase or otherwise and exercise, carry out and enjoy any charter, licenses, power, authority, franchise, concession, rights, or privileges, which any government or authority or any corporation or other public body may be empowered to grant and to pay for and in aid contribute towards carrying the same into effect.

27. To accept gifts, bequests, devices and donations from members and others and to make gifts, to members and others in money, assets and properties of any kind.

28. To improve, manage, develop, grant right and privileges in respect of, or otherwise deal with, all or any part of property and rights of the Company.

29. To subscribe for, take or otherwise acquire, and hold shares, stock debentures or other securities of any other Company, Co-operative Society or Society registered under the Societies Registration Act 1860.

30. To lend, advance money or give credit to such persons or companies and on such terms as may seem to be expedient, and in particular to customers and others having dealings with the Company, and to guarantee the

performance of any such contract or obligation and the payment of money of or by any such persons or companies, and generally to give guarantees and indemnities. The Company shall however not carry on any banking business as laid down in Banking Act, 1949.

31. To enter into any arrangements with any government or authorities, municipal, local or otherwise that may seem to be conducive to the objects of the Company, or any of them, and to obtain from any such Government authority, person or Company any rights, privilege, charters, contracts, licenses and concessions which the company may think it desirable to obtain and to carry out, exercise and comply therewith.

32. To establish and maintain or procure the establishment and maintenance of a contributory or non-contributory provident fund or 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 who are or were at any time Directors or Officers of the Company, widows, families and dependents of any such persons and to establish, subsidies and subscribe to any institutions, associations, clubs, or funds calculated by the Company to benefit of or to advance the interest and well-being of the employees of the Company, and make payments to or towards the insurance of any such persons as aforesaid.

33. To sell, lease, mortgage or otherwise dispose of the property, assets or undertaking of the Company or any part thereof for such consideration as the Company may think fit.

34. To act as agents, indentors or/and as trustees for any person or Company or government and to undertake and perform subcontracts and to do all or any of the above things in any part of the world, alone or jointly with others and either by or through agents, subcontractors, trustees or otherwise.

35. To undertake and execute any trusts, the undertaking of which may seem to benefit the Company either gratuitously or otherwise.

36. To collect and circulate statistics and other information relating to trade, commerce and industry.

37. To create, or to contribute to, any depreciation fund, reserve fund, sinking fund, insurance fund, development or any other special fund including funds for payment of subsidies whether for depreciation or for repairing,

improving, extending or maintaining any of the property of the Company or for amortization of capital or for any other purpose conducive to the interest of the company.

38. To employ and pay experts, Indian and/or foreign consultants, in connection with the business of the Company.

39. To promote and undertake the formation of any institution or Company for the purpose of acquiring all or any of the property and liabilities of this Company or-form any subsidiary company or companies.

40. To dedicate, present or otherwise dispose of either voluntarily or for value any property of the Company deemed to be of national, public or local interest to any national trust, public body, museum, corporation or any of the same or of the public.

41. To enter in to all sorts of the internal and/or external foreign collaborations, technical assistance, financial or commercial arrangements, including export, market survey, study of market conditions in India or outside India for fulfillment of any object herein contained.

42. To acquire or secure membership, act or privileges either in the name of the company or its nominee or nominees in and of any association, market, club or other institution in India or in any part of the world for the furtherance of business of the company.

43. To insure any of the persons, properties, undertakings, contracts, guarantees, or obligation or profits of the company of every nature and kind in any manner whatsoever.

44. To refer any dispute, claim or demand by or against the company to arbitrators and to secure and perform the awards.

(C) #OTHER OBJECTS: DELETED

IV. The liability of the members is limited.

#V. a) The Authorised Share Capital of the Company is Rs.23,50,000/- (Rupees Twenty Three Lakhs Fifty Thousand only) divided into 2,35,000Equity Shares of Rs. 10/- (Rupees Ten only) each.

#b) Deleted

 # Altered vide Special Resolution passed by the Shareholders of the Company in their Extra – Ordinary General Meeting held on March 02, 2019.

We, the several persons whose names, address and descriptions are hereunder subscribed are desirous of bring formed into a company in pursuance to 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:

Name, address, description and occupation of each subscriber.	Number of Equity Shares taken by each subscriber	Signature of Subscriber	Signature of Witness and his name, address, description and occupation
1. Mr. Vipul Amrutlal Shah S/o. Mr. Amrutlal Shah 701/702, Unique Park, New Link Road, Malad (West), Mumbai – 400064. BUSINESS 2. Mrs. Shefali Vipul Shah W/o. Mr. Vipul Shah 701/702, Unique Park, New Link Road, Malad (West), Mumbai – 400064. PROFESSIONAL ACTOR	9000 (Nine Thousand) 1000 (One Thousand)	Sd/- Sd/-	Witness to both the Subscribers Sd/- (ABBAS LAKDAWALLA) S/o. MR.SAIFUDDIN 606B, SWISS CORNER, SHASHTRI NAGAR, ANDHERI (WEST), MUMBAI – 400 053 PRACTICING COMPANY SECRETARY
TOTAL	10000 (Ten Thousand)		

Dated this 6th day of July, 2007
Place : Mumbai