

ETHOS LIMITED

KAMLA CENTRE, SCO 88-89, SECTOR 8-C
Chandigarh-160 009 INDIA
Phone : +91 172 2548223/24/27, 2544378/79
Fax : +91 172 2548302
CIN – U52300HP2007PLC030800
PAN – AADCK2345N

CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED IN THE EXTRAORDINARY GENERAL MEETING (NO. 02/2015-16) OF ETHOS LIMITED HELD ON SATURDAY, THE 5TH DAY OF MARCH, 2016 COMMENCED AT 10:00 A.M. AND CONCLUDED AT 10:30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT PLOT NO. 3, SECTOR III, PARWANOO 173 220, HIMACHAL PRADESH

Alteration to the main objects clause of the Memorandum of Association of the Company – Special Resolution

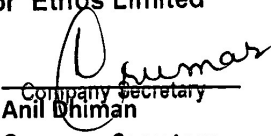
“RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof), and subject to necessary approval(s) if required, from the competent authorities, the following Clause shall be substituted with the earlier existing Clauses III(A)(1) in the “Main Objects” Clause of the Memorandum of Association of the Company, respectively:

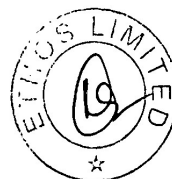
(1) To carry on trade, distribution or retail business in India or abroad through retail formats and including but not limited to hyper markets, super markets, mega stores/discount stores, cash & carry, departmental stores, shoppers plaza, direct to home, phone order and mail order, catalogue through internet and other forms and multi-level channels for all products and services, dealing and acting as franchises under various brand names for all kinds, materials and items including but not limited to watches and their accessories, jewellery, pre-owned or pre-used watches, eye-ware, men’s accessories including leather products, wallets, bags, belts etc., packaging boxes, cell phones, accessories for cell phones, telecom products, consumer durables, home improvements products, footwear, books and stationery, toys and music and acquiring and running retail centres, entertainment centres including but not limited to multiplexes, cinemas, gaming centres, amusement parks, restaurants and food courts and acquiring of land or building on lease or freehold or any commercial or industrial or residential building for running and management of retail business and to acquire flats, offices and retail spaces for carrying on retail business and to sell them, lease or sublet them and to undertake and execute civil, mechanical, electrical and structural works contracts and sub-contracts in all their respective branches to carry on retailing business.

RESOLVED FURTHER THAT (i) the existing Clause III(A)(2) will be renumbered as Clause III(A)(3) and the following Clause shall be inserted Clause III(A)(2), (ii) the earlier existing Clause III(A)(3), Clause III(A)(4) and Clause III(A)(5) shall be renumbered as III(A)(4), Clause III(A)(5) and Clause III(A)(6) in the “Main Objects” Clause of the Memorandum of Association of the Company, respectively:-

(2) To carry on the business of leasing, renting or hiring various products of various brand names of all kinds, including but not limited to watches and their accessories, jewellery, pre-owned or pre-used watches, eye-ware, men’s accessories including leather products, wallets, bags, belts etc., packaging boxes, cell phones, accessories for cell phones, telecom products, consumer durables, home improvements products, footwear, books and stationery, toys and music through various retail formats or by E-commerce in India or abroad.”

On being put to vote by show of hands, the resolution was passed unanimously as a Special Resolution.

**/Certified to be true copy/
For Ethos Limited
For Ethos Limited**

Anil Dhiman
Company Secretary
Membership no. F8023



Registered Office:

Plot 3, Sector III, Parwanoo-173 220 INDIA