



FORTUNE
INTERNATIONAL LTD.

CIN: L52324DL1981PLC012033

GOLDEN TRADING HOUSE
RECOGNISED BY
GOVT. OF INDIA

REGD. & HEAD OFFICE
G-4, COMMUNITY CENTRE
NARAINA VIHAR,
NEW DELHI-110 028
INDIA

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22nd December, 2023

To,
The Manager-Listing
The Department of Corporate Relations
Bombay Stock Exchange Limited
P.J.Tower, Dalal Street,
Mumbai

Dear Sir/Madam,

Sub: Intimation of change in object clause of Memorandum of Association (MOA) of the Company under regulation 30 of the SEBI (LODR), 2015

Ref: Scrip Code-530213

This is to inform that pursuant to the Regulation 30 of the Listing Agreement, we wish to inform that the shareholders of the company in the Extra-Ordinary General Meeting held on Thursday, 21st December, 2023 at 11:30 a.m. at G-4, C block, Community Center, Naraina Vihar, New Delhi-110028 have adopted the new set of MOA as per the Companies Act, 2013 and further approved the insertion of new clauses in the main object clause of MOA.

The approved MOA is enclosed herewith for your reference.

Request you to kindly take the same on record and acknowledge the receipt.

Thanking You,

For Fortune International Limited


Srishti Vig
Company Secretary &
Compliance Officer



(THE COMPANIES ACT, 2013)

(COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION

OF

FORTUNE INTERNATIONAL LIMITED

- I. The name of the company is **FORTUNE INTERNATIONAL LIMITED**.
- II. The registered office of the company will be situated in the Union Territory of Delhi.
- III. The objects for which the company is established are:-

(A) THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION:-

1. To acquire the sole proprietary business and connected undertaking of Shri. R.K. Shrivastava running under the style and name of East-West Management and Manpower Consultants, lock, stock and barrel with all attendant rights and privileges of export and other concessions including all the benefits as a recognised export house. The said proprietary concern shall cease to exist after incorporation of the company and take-over of business by it.
2. To act as an Export House in all ways and manners.
3. To carry on the business as traders, importers and exporters of and dealers in all kinds of goods including but not limited to those made of leather, leatherette, Leatheroid, rubber, plastic, canvas, foam and rexin, readymade garments and other kinds of textile goods of all varieties and distinctions and hosiery goods, utensils cutlery, art-wares and other goods made of brass, silver, electroplated nickel, silver, aluminium and alloy metals, chemicals, traditional and non- traditional goods and antiques, brass-wares, industrial, minerals brass wares and agricultural commodities, handicrafts, household goods etc.
4. To carry on business as traders, importers and exporters and dealers in all types of engineering goods, carpets, linoleums and furnishing fabrics and other floor coverings, curtain and other household requisites and equipments.
5. To act as suppliers of technical know-how relating to the processing and marketing of various kinds of goods above mentioned in India and abroad and rendering of services in connection with the provision of such technical know-how and to transfer any rights, Incidental thereto and imparting of information, knowledge, skill and expertise concerning their industrial commercial or scientific knowledge, secret formula, models and designs.
6. To act as business consultants, give advice, to engage in dissemination of information in all aspects of business, organisation and industry including assistance

in the manufacturing and processing of goods for export and sale within India and to advise upon the means and methods for extending and developing systems or processes relating to production, storage, distribution, marketing and securing of orders for sale of goods in India and abroad and/or relating to the rendering of such services.

7. To buy, sell, quarry, manufacture, process and deal in Granite, Marble and other stones, tiles, minerals and to mine, crush, win, get, quarry, smelt, calcine, refine, dress, amalgamate, process, and prepare for market, Granite, Marble and stones, tiles, and other mineral substance of all kinds.
8. To carry on the business of manufacturers, exporters, traders, cutting, processing and otherwise dealing in all kinds of granite stones, rough and polished granite slabs and tiles, rough and polished stones, bricks, slabs, marbles, floorings, tiles and their like such as ceramic tiles, mosaic, terrazzo, marble tiles, limestone, asbestos products refractories, hospital ware, terracotta and ceramic-ware of all kinds for any possible use and for that purpose to purchase, take on lease or otherwise acquire, exploit, develop and explore mines, quarries and stockyards.
9. To act as representatives of overseas buyers for sourcing and inspecting stone and allied products, to act as commission agents for Indian manufacturers/traders for marketing, selling and procurement of their products.
10. To carry on the business of manufacturing, processing, trading, warehousing, distributing, importing, exporting, buying, selling, and dealing in all kinds of building and construction materials, including but not limited to stone aggregates, M-Sand, ready-mix concrete, pavers, blocks, ceramic material, gravel, crushed stone, cement, bricks, steel, glass, tiles, timber, and any other materials used in construction of buildings, roads, infrastructure projects, highways, rail tracks etc.
11. To carry on the Business of generating, accumulating, distributing, and supplying solar Energy and other renewable energy for its own use or for sale to Government, State Electricity Boards, Intermediaries in Power Transmission/ Distribution, Companies, Industrial Units, or to other types of users/ consumers of energy.
12. To work as contractor for carrying on mining support activities including but not limited to removal of the waste, drilling, cutting, excavation, or to enter into any other arrangements with persons or Companies or other in such manner as may be lawful and for such period as may be expedient to further the interest of the Company.
13. To carry on the business of manufacturing, processing, trading, warehousing, distributing and dealing all type of a) food and agricultural products including but not limited to grains, pulses, spices, and other agricultural commodities b) food ingredients, additives, and flavors for use in the food and beverage industry c) oils including edible oils, cooking oils, and specialty oils d) beverages including non-alcoholic drinks, fruit juices, soft drinks, and other refreshments e) nutraceutical

products, dietary supplements, and health foods for promoting wellness and nutrition f) dairy products, including milk, cheese, butter, yogurt, and other related items.

Amended vide special resolution dated 21st December, 2023

(B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE MAIN OBJECTS:-

1. To acquire by purchase, lease exchange or otherwise 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 either to retain the same or turn the same to account, as may seem expedient.
2. To enter into partners or into any arrangement for sharing profits, union of interest, joint venture, reciprocal concession or co-operation with persons or companies carrying on or engaged in any business which this Company is authorised to carry on.
3. To import, export, buy, sell, exchange, alter, improve, manipulate, prepare for market and otherwise deal in all kinds of plant, machinery, apparatus, tools, utensils, substances, materials and things, necessary or convenient for carrying on any of the above specified businesses.
4. To vest any movable or immovable property, rights or interests acquired by or received or belonging to the Company in any person or persons or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.
5. To purchase or otherwise acquire, construct, carry out, equip, maintain, alter, improve, develop, manage, work, sell, let on hire, deal in, control and superintend any factories, plants, warehouses, workshops, sheds, dwellings, offices, shops, stores, buildings, telephones, electric and gas works, power plants, roadways, tramways, railways, bridges, reservoirs, water houses and all kinds of works, machinery, apparatus, labour lines and houses, wharves, furnaces, crushing works and other works and conveniences necessary for carrying on any of the above specified businesses.
6. To acquire and take over the whole or any part of the business goodwill, trademarks, properties and liabilities of any person, or persons, firms, companies or undertakings either existing or new, engaged in or carrying on or proposing to carry on any business which this Company is authorised to carry on or any business in the same line or having objects similar or allied to this company or possessed of any property or rights suitable for the purposes of the Company and to pay for the same either in cash or in shares or partly in cash and partly in shares or otherwise.
7. To undertake or promote scientific research relating to any business or class of business in which the Company is interested.

8. To negotiate and enter into agreements and contracts with Indian and foreign individuals, companies, corporations, and other organisations for technical, financial or any other assistance for carrying out all or any of the objects of the Company or for the purpose of activating research and development of manufacturing projects on the basis of knowhow. Financial participation or technical collaboration and acquire necessary formulae and patent rights for furthering the objects of the Company.
9. To amalgamate with any other company or companies carrying on any business of manufacturing, trading or export which this company is authorised to carry on with or without the liquidation of that company or companies or to amalgamate one or many of the businesses or amalgamated company or companies, in existing or altered forms.
10. To enter into partnership or into any arrangement for sharing profits, union of interest, joint venture, reciprocal concession or co-operation with persons or companies carrying on or engaged in any business which this company is authorised to carry on and to subsidise, assist, co-operate or enter into any arrangement with such persons or companies.
11. To apply for, obtain, purchase or otherwise acquire and prolong and renew any patents. patent-rights, brevets, inventions, processes, trade secrets, scientific or technical or other assistance, manufacturing processes, know-how and other information, designs, patterns. copyrights, trade-marks, licences, concessions and the like rights or benefits, conferring an exclusive or non-exclusive or limited or unlimited right of use thereof which may seem capable of being used for or in connection with any of the objects of the Company or the acquisition or use of which may seem calculated directly or indirectly to benefit the Company on payment of any fee royalty or other consideration and to use, exercise or develop the same and manufacture under the grant licences in respect thereof or sell or otherwise deal with the same and to expand money in experimenting upon, testing or improving any such patent, inventions, rights or concessions.
12. To apply for and obtain any act of Legislature, charter, privilege, concession, licence or authorisation of any Government. State or other Authority for enabling the Company to carry any of its objects into effect or for extending any of the powers of the Company or for effecting any modification of the constitution of the Company or for any other purpose which may seem expedient and to oppose any proceedings or applications which may seem expedient or calculated directly or indirectly to prejudice the interests of the Company.
13. To enter into any arrangements with any Government or Authorities or any persons or companies that may seem conducive to the objects of the Company or any of them and to obtain from any such government, authority, person or company any

rights, charters, contracts, licences and concessions which the Company may think it desirable to obtain and to carry out and exercise and comply therewith.

14. To procure the Company to be registered or recognised in or under the laws of any place outside India and to do all acts necessary for carrying on in any foreign country any business or profession of the Company.
15. To draw, make, accept, discount, execute and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments or securities and to open Bank Accounts of any type and to operate the same in the ordinary course of business.
16. To lend money, either with or without security, and generally to such persons and upon such terms and conditions as the Company may think fit and also to invest and deal with the moneys of the Company, not immediately required, in or upon such investments and in such manner as from time to time may be determined, provided that the Company shall not carry on the business of banking as provided in the Banking Regulations Act, 1949.
17. Subject to sections 73 and 74 of the Act, to receive money on deposit or loan and borrow or raise money in such manner and at such time or times as the Company thinks fit and in particular by the issue of debentures, debenture-stock, perpetual or otherwise and to secure the payment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the properties or assets or revenues and profits 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 person or company of any obligation undertaken by the Company or such other persons or company and to give the lenders the power to sell and other powers as may seem expedient and purchase, redeem or pay off any such securities.
18. To undertake and execute any trusts, the undertaking of which may seem to the Company desirable, either gratuitously or otherwise.
19. To establish or promote or concur in establishing or promoting any company for the purpose of acquiring all or any of the properties, rights and liabilities of the company.
20. To sell, lease, mortgage, exchange, grant licences and other rights improve, manage, develop and turn to account and in any other manner deal with or dispose of undertaking. Investments, properties, assets and effects of the Company or any part thereof for such consideration as may be thought fit and in particular for any shares, stocks, debentures or other securities of any other company having objects altogether or in part similar to those of the Company.

21. To distribute among the members in specie or otherwise any property of the Company or any proceeds of sale or disposal of any property of the Company in the event of winding up.
22. To distribute as dividend or bonus among the members or to place to reserve or otherwise to apply, as the Company may from time to time think fit, any moneys received by way of premium on debentures issued at a premium by the Company and any moneys received in respect of dividends accrued on forfeited shares, and moneys arising from the sale by the Company of forfeited shares, subject to the provisions of the Companies Act, 2013.
23. To employ agents or experts to investigate and examine into the conditions, prospectus, value, character and circumstances of any business concerns and undertakings and generally of any assets, properties or rights which the Company proposes to acquire.
24. To create any reserve fund, sinking fund, insurance fund or any other special funds whether for depreciation, repairing, improving, research, extending or maintaining any of the properties of the Company or for any other purpose conducive to the interests of the Company.
25. Subject to the provisions of section 182 of the Companies Act, 2013, to subscribe, contribute, gift or donate any money, rights or assets for any national, educational, religious charitable, scientific, public, general or useful objects or to make gifts or donations of we money or other assets to any institutions, clubs, societies, associations, trusts, scientific research associations, fur ds, universities, colleges or any individual body of Individuals or bodies corporate.
26. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation, provident or gratuity funds for the benefit off and give or procure the giving of the donations, gratuities, pensions, allowances, bonuses or emoluments to any persons who are or were at any time in the employment or service of the company or any company which is a subsidiary of the Company or is allied o or associated with the Company or with any such subsidiary company or who are or were at any time Directors or officers of the Company or any other company as aforesaid and the wives, widows, families and dependents or any such persons and also to establish and subsidise 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 or persons as aforesaid and make payments to or towards the insurance of any such persons as aforesaid and to do any of the matters aforesaid, either alone or in conjunction with any such other company aforesaid.
27. To establish for any of the objects of the Company, branches or to establish any firm or firms at places in or outside India as the Company may think fit.

28. To pay for any property or rights acquired by or any services rendered to the Company and in particular to remunerate any person, firm or company introducing business to the Company either in cash or fully or partly-paid up shares with or without preferred or deferred rights in respect or dividend of repayment of capital or otherwise or by any securities which the Company has power to issue or by the grant of any rights or options or partly in one mode and partly in another and generally on such terms as the Company may determine.
29. To pay of the funds of the Company all costs, charges, and expenses of and incidental to the formation and registration of the Company and any company promoted by the Company and also all costs, charges, duties, impositions and expenses of and incidental to the acquisition by the Company of any property or assets.
30. To send out to foreign countries, its directors, employees or any other person or persons for investigating possibilities of any business or trade for procuring and buying any machinery or establishing trade connections or for promoting the interests of the Company and to pay all expenses incurred in this connection.
31. To invest surplus funds of the Company for gainful purposes, in the manner deemed fit by the Directors in the interest of the Company.
32. To agree to refer to arbitration and to refer to arbitration any dispute, present or future, between the Company and any other company, firm, individual or any other body and to submit the same to arbitration in India or abroad either in accordance with Indian or any foreign system of law.
33. To appoint agents, sub-agents, dealers, managers, canvassers, sales representatives or salesmen for transacting all or any kind of business which this Company is authorised to carry on and to constitute agencies of the Company in India or in any other country whatsoever and to establish depots and agencies in different parts of the world.
34. To guarantee the performance of contracts undertaken by persons, firms or companies carrying on or authorised to carry on any business or businesses which this company is authorised to carry on and to guarantee the payment of liabilities of any such persons, firms or companies.
35. To undertake or promote scientific research relating to any business or class of business in which the Company is interested.
36. Subject to any law for the time being in force, to undertake or take part in the formation supervision or control of the business or operations of any person, firm, body corporate association undertaking carrying on any business which this Company is authorised to carry on.

(IV) The Liability of the members is limited.

(V) The Share Capital of the Company is Rs. 7,20,00,000/- (Rupees Seven Crores Twenty lacs) divided into 71,60,000 (Seventy-one Lacs Sixty Thousand) Equity Shares of Rs. 10/- (Rupees ten) each and 40,000 (Forty thousand) 10% Cumulative Preference Shares of Rs. 10/- (Rupees ten) each.

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

Names and Addresses, Occupation description of Subscribers	No. of Equity Shares taken by each Subscriber	Signature of Subscribers	Signature of witness with address description and occupation
1. JATINDER NATH CHAUDHRY S/o Sh. Jamna Dass Chaudhry B-9/22, Vasant Vihar New Delhi-110057 (Business Executive)	One Share	Sd/- Jatinder Nath Chaudhry	I witness the signatures of both the subscribers
2. RAJENDRA KUMAR SHRIVASTAVA S/o Dr. R.D.Shrivastava 3/21, Shanti Niketan, New Delhi-110021 (Company Director)	One Share	Sd/- Rajendra Kumar Shrivastava	Sd/- (H.L.SEKHRI) M. No. 15874 Chartered Accountant S/o M.L. Sekhri P/o Sekhri & Verma Associates Chartered Accountants B-11/15, Hans Bhawan, B.S. Zafar Marg, New Delhi
Total	Two Shares		

New Delhi Dated this 09th Day of July, 1981