

THE COMPANIES ACT, 2013
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
LENSKART SOLUTIONS LIMITED

- I. The Name of the Company is **Lenskart Solutions Limited**.
- II. The Registered Office of the Company will be situated in the **National Capital 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 ARE:-

1. To carry on the business of providing services in the field of internet, web designing, web hosting, content management, strategy, portal development, web consultancy, web maintenance and advertisement, cyber space, all types of communication system, electronic commerce and all other related services in India and abroad
2. To carry on the business as consultants and advisors whether in India or abroad on problem relating to system design and software developments and to carry on the business of technical know how and training in all the fields of information technology and voice transcription and processing.
3. To establish and run database center and data processing/compute training centers and to offer consultancy and data processing and other services that are normally offered by data processing computer centers to industrial, business and other types of customers to impart training on electronics data processing, computer software and hardware to customers and others in India and abroad.
4. To develop, improve, buy, sell, assemble, install, import, export, exchange, repair, maintain and otherwise deal in all kinds of computers, micro processor, based systems, peripherals and their parts, components and systems, computer hardware and accessories and related equipments, software, their programs and accessories.

***The conversion of the company from private company to public company has been approved vide special resolution passed by the members at the Extra Ordinary General Meeting of the company held on 30th May, 2025.**

Neha Bani

5. To carry on the business of wholesale buying, selling, reselling, importing, exporting, transporting, storing, developing, promoting, marketing or supplying, wholesale trading, and dealing in all kinds apparels and accessories including contact lenses, eye glasses, sunglasses, watches, bags, footwear, readymade garments, cosmetics, jewellery etc. in
6. India or elsewhere. To engage in wholesale trading of all goods and products in fashion wear, accessories, electronics, furnishings, appliances, books and develop websites for online services of buying, selling and dealing in all kinds of goods in India or elsewhere in the world.
7. To carry on, in India and elsewhere in the world, whether as owner, manager, operator, consultant, partner, adviser or otherwise, any and all activities relating to the business of creating technology, including software and services, for the purpose of facilitating the sale of any and all kinds of goods and commodities including eye wear products, watches, bags, shoes, garments, jewellery, electronics, furnishings, appliances and provide services relating thereto online through the internet.
8. To carry on the business of designing, engineering, manufacturing, producing, assembling, fabricating, altering, repairing, buying, selling, trading, acquiring, storing, packing, transporting, forwarding, distributing, importing, exporting and disposing of optical and ophthalmic lenses, both glass and plastic, blanks, bifocal blanks, frames, spectacles, spectacle cases, hinges, microscopes, lensometers, telescope, and camera lenses of every description and kind and all component parts, spare parts, accessories, eye and lens testing equipments including gauges, meters, measuring instruments and apparatus for use in connection therewith.
9. To produce, manufacture, metalize, coat, purchase, refine, prepare, import, export, sell and to deal in frames goggles, spectacles, spectacle cases, lensometers, camera lenses, screws, hinges, eye and lens testing equipments in all its forms or products thereof and in connection therewith.
10. To maintain laboratory and manufacture, to get manufactured or to manufacture for others on loan licence basis or on contract or understanding with other firms, companies and individual irrespective of the brand name in India and elsewhere, import, export, refine formulate, process, buy, sell, distribute and establish laboratories in all kinds and classes of optical and ophthalmic lenses, both glass and plastic, blanks, bifocal blanks, frames, spectacle cases, hinges, microscopes, lensometers, telescope, and camera lenses of every description and kind and all component parts, spare parts, accessories, equipments and apparatus for use in connection therewith.
11. To manufacture, process, import, market, distribute, export, undertake wholesale/retail trade

or deal in any manner in various pharmaceutical products, ayurvedic products, drugs, dietary & health supplements, functional foods, and raw materials & intermediary/ancillary materials for foregoing products, and also to carry on the business of buyers, sellers, agents, distributors and stockiest of all kind of pharmaceutical, food supplements and allied products.

12. To carry on the business of buying, selling, reselling, importing, exporting, transporting, storing, developing, promoting, marketing or supplying, trading, dealing in any manner whatsoever in all types of goods, which are required for and/or support the above objects, in India or elsewhere.

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

1. To buy all kinds of plant, equipment, machinery, apparatus, tools, utensils, commodities, substances, article and things necessary or useful for carrying on the main businesses of the Company.
2. To enter into agreements with any company or persons for obtaining by grant of licence or on other terms formulae and other rights and benefits, technical information, know-how and expert guidance and equipment and machinery for the production and manufacture in India or the articles and things mentioned above and to arrange facilities for training of technical personnel by them.
3. To establish, provide, maintain and conduct or otherwise subsidise research laboratories and experimental workshops for scientific and technical research and experiments and to undertake and carry on with all scientific and technical research, experiments and tests of all kinds and to promote studies and research both scientific and technical investigation and invention by providing subsidising, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing the remuneration to scientific and technical professors and teachers and by providing for the award, scholarships, prizes, grants and bursaries to students or independent students or otherwise and to encourage, promote and award studies, researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist the main businesses of the Company.
4. To acquire by concession, grant, purchase, barter, lease, licence or otherwise either absolutely or conditionally and either alone or jointly with others land, buildings, machinery, plants, works, conveniences and other movable and immovable properties of any description and any patents, trademarks, concessions, privileges, brevets d'inventions, licences, protections and concessions conferring any exclusive or limited rights to any inventions, secrets or other information which may seem necessary for any of the purposes of the Company and to construct, maintain and alter any building or work, necessary or convenient for the purpose of the Company and to pay for such land, buildings, works property or rights or any other

property and rights purchased or acquired by or for the Company by shares, debentures, debenture- stock, bonds or other securities of the Company or otherwise and manage, develop, let on lease or for hire or otherwise dispose of or turn to account the same at such time or times and in such manner and for such consideration as may be deemed proper or expedient.

5. To act as consultants in items being dealt with by the company in the matter of manufacturing, buying, selling, importing, and exporting of raw material in their finished, semi-finished or in their raw form.
6. To enter into any arrangement, with any Government or Authorities, Municipal, local or otherwise or any person or company, in India or abroad, that may seem conducive to the objects of the Company or any of them and to obtain from any such government, authority, persons or company any rights, privileges, charters, contracts, licences and concessions including in particular rights in respect of waterways, roads and highways, which the Company may carry out, exercise and comply therewith.
7. To apply for and obtain any order or such other authority for enabling the Company to carry any of its objects into effect or for effecting any modifications of the Company's constitution or for any other such purpose, which may seem expedient and to make representations against any proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interests.
8. To enter into partnership or into any arrangement for sharing profits, union of interest, co-operation, joint-venture, reciprocal concessions or otherwise with any person, firm or company carrying on or engaged in any business or transactions which this Company is authorised to carry on and to amalgamate with any other such Company having objects altogether in part similar to those of this Company in India or abroad.
9. To purchase or otherwise acquire and undertake the whole or any part of the business, property, rights and liabilities of any company or person carrying on business which this Company is authorised to carry on or is possessed of rights suitable for any of the business of this Company.
10. To take or otherwise acquire and hold shares or such other interests in or securities of any other such companies having objects altogether or in part similar to those of this Company.
11. To promote, form and register, aid in the promotion, formation and registration of any company or companies, subsidiary or otherwise for the purpose of acquiring all or any of the properties,

rights and liabilities of this Company and to transfer to any such company any property of this Company and to be interested in or take or otherwise acquire, hold, sell or otherwise dispose of shares, stock, debentures and such other securities of all types in or of any such company, subsidiary or otherwise for all or any of the objects mentioned in this Memorandum and to assist any such company and to undertake the management work, duties and business on such terms as may be arranged.

12. To open accounts with any bank or financial Institutions and to draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, hundies, bills of lading, warrants, debentures and other negotiable or transferable instruments and to buy, sell and deal in the same.
13. Subject to the provisions of the Companies Act, 2013 and the rules made therein and the directions issued by Reserve Bank of India, to borrow, raise or secure the payment of money or to receive money as loan at interest for any of the purposes of the Company and at such time or times as may be expedient by promissory notes, bills of exchange, hundies, bills of lading, warrants or other negotiable instruments or by taking credit in or opening current accounts or over-draft accounts with any person, firm, bank or company and whether with or without any security or by such other means may deem expedient and in particular by the issue of debentures or debenture stock, perpetual or otherwise and in security for any such money so borrowed raised or received and of any such debentures or debenture stock so issued, to mortgage, pledge or charge the whole or any part of the property and assets of the Company, both present and future, including its uncalled capital, by special assignment or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders power of sale and such other powers as may seem expedient and to purchase, redeem or pay off such securities, provided that the Company shall not carry on the business of banking within the meaning of the Banking Regulations Act, 1949.
14. Subject to the provisions of the Companies Act, 2013, to invest in other than investment in Company's own shares and deal with money of this Company not immediately required upon such shares or upon such securities or investments and in such manner as may, from time to time, be determined.
15. To advance money not immediately requires by the Company or give credit to such persons, firms or companies and on such terms with or without security as may seem expedient and in particular to customers of and others having dealings with the Company and to give guarantees or securities for any such persons, firms or companies as may appear proper or reasonable to the directors, provided that the Company shall not carry on the business of banking, within the meaning of Banking Regulation Act, 1949.

16. To improve, alter, manage, develop, exchange, lease mortgage, enfranchise, dispose of, turn to account or otherwise deal with all or any part of the land, properties, assets and rights and the resources and undertakings of the Company, in such manner and on such terms as the Company may think fit, subject to the provisions of the Act.
17. To remunerate any person or company for services rendered or to be rendered in or about the formation or promotion of the Company or the conduct of its main business, Subject to the provisions of Companies Act, 2013.
18. To create any depreciation fund, reserve fund, sinking fund, provident fund, super- annuation fund or any special or other fund, whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company or for redemption of debentures or redeemable preference shares, worker's welfare or for any other such purpose conducive to the interest of the Company.
19. To provide for the welfare of employees or ex-employees (including Directors and other officers) of the Company and the wives and families or the dependents or connections of such persons, by building or contributing to the building of houses, dwellings or chawls or by grants of money, pensions, allowances, bonus or such other payments or by creating and from time to time subscribing or contributing to provident fund and other associations, institutions, funds or trusts and/or by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and other such attendances and assistance as the Company shall think fit.
20. To undertake and execute any trusts, the undertaking of which may seem desirable, either gratuitously or otherwise for the attainment of the main objects of the Company.
21. To procure the incorporation, registration or such other recognition of the Company in the Country, State or place outside India and to establish and maintain local, registered and branch places of the business in any part of the world.
22. To adopt such means of making known the business of the Company as may seem expedient and in particular by advertising in the press, by circulars, by purchase and exhibition of works of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations or holding exhibitions.
23. To do all or any of the main objects as principals, agents, contractors, trustees or otherwise and by or through trustees, agents or otherwise and either alone or in conjunction with others and to do all such other things as are incidental or as the Company may deem conducive to the attainment of the main objects or any of them.

IV. The Liability of the members is Limited.

V. The Authorized Share Capital of the Company is Rs. 6,49,94,80,000/- (Rupees Six Hundred Forty-Nine Crore Ninety-Four Lakh Eighty Thousand only) divided into 2,29,00,00,000 (Two Hundred Twenty-Nine Crore only) Equity Shares of Rs. 2/- (Rupees Two only) each ranking pari passu in all respects with the existing Equity Shares of the Company as per the memorandum of association of the Company, 95,20,000 (Ninety-Five Lakh Twenty Thousand only) 0.001% Compulsorily Convertible Cumulative Preference Shares – Series A of Rs. 2 (Rupees Two only) each, 96,70,000 (Ninety-Six Lakh Seventy Thousand only) 0.001% Compulsorily Convertible Cumulative Preference Shares – Series B of Rs. 2 (Rupees Two only) each, 30,000 (Thirty Thousand only) 0.001% Compulsorily Convertible Cumulative Preference Shares – Series C2 of Rs. 2 (Rupees Two only) each, 1,21,50,000 (One crore Twenty-One Lakh Fifty Thousand only) 0.001% Compulsorily Convertible Cumulative Preference Shares – Series D of Rs. 2 (Rupees Two only) each and 38,20,000 (Thirty-Eight Lakh Twenty Thousand only) 0.001% Compulsorily Convertible Cumulative Preference Shares– Series E of Rs. 2 (Rupees Two only) each, 1,20,00,000 (One Crore Twenty Lakh only) 0.001% Compulsorily Convertible Cumulative Preference Shares – Series F of Rs. 2 (Rupees Two only) each, 6,00,00,000 (Six Crore only) 0.001% Compulsorily Convertible Non-Cumulative Preference Shares – Class 1 of Rs. 2 (Rupees Two only) each, 2,30,00,000 (Two Crore Thirty Lakh only) 0.001% Compulsorily Convertible Cumulative Preference Shares – Series G of Rs. 2 (Rupees Two only) each, 1,00,00,000 (One Crore only) 0.001% Compulsorily Convertible Cumulative Preference Shares – Series H of Rs. 2 (Rupees Two only) each, 6,00,000 (Six Lakhs only) 0.001% Compulsorily Convertible Non-Cumulative Preference Shares– Class 2 of Rs. 10 (Rupees Ten only) each, 93,50,000 (Ninety-Three Lakh Fifty Thousand only) 0.001% Compulsorily Convertible Cumulative Preference Shares – Series I of Rs. 2 (Rupees Two only) each, 65,00,000 (Sixty-Five Lakh only) 0.001% Compulsorily Convertible Cumulative Preference Shares – Series I1 of Rs. 2 (Rupees Two only) each, 80,00,00,000 (Eighty crore only) 0.001% Compulsorily Convertible Cumulative Preference Shares – Series I2 of Rs. 2 (Rupees Two Only) each and 7,00,000 (Seven Lakh only) 0.001% Compulsorily Convertible Cumulative Preference Shares Class 3 of Rs. 2 (Rupees two only) each.”

We, the several persons, whose names and addresses are subscribed hereto, 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, description, occupation and addresses of each subscribers	Number of and type of Subscribed shares	Signature of subscribers	Name, addresses, description, occupation and signature of witness or witnesses
Neha Bansal D/O Mr. Bal Kishan Bansal W-123, Greater Kailash Part-II New Delhi - 110048 Chartered Accountant	5000/- Five Thousand (Equity)	Neha Bansal	
Peyush Bansal S/o Mr. Bal Kishan Bansal W-123, Greater Kailash Part-II New Delhi - 110048 Business Man	5000/- Five Thousand (Equity)	Peyush Bansal	
Total	10,000/- Ten Thousand (Equity)		

Place: New Delhi Dated: 7th day of May 2008

(Signature)

I witness both the Signatures
Ajay Jain S/o Mr. Chand San
1305 Vaid Vana
Chadli Chowk
Delhi - 110006
Chartered Accountant
509161

*The conversion of the company from private company to public company has been approved vide special resolution passed by the members at the Extra Ordinary General Meeting of the company held on 30th May, 2025.

Neha Bansal