

CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED AT THE 2ND EXTRA-ORDINARY GENERAL MEETING ("EGM") OF THE SHAREHOLDERS OF MOGLI LABS (INDIA) PRIVATE LIMITED ("COMPANY") HELD AT SHORTER NOTICE ON WEDNESDAY, 3RD DAY OF DECEMBER 2025 AT 4:30 P.M. AT MOGLIX, TOWER B, 1ST FLOOR, SMARTWORKS, CORPORATE PARK, SECTOR 125, NOIDA, UTTAR PRADESH – 201303

SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM THE NATIONAL CAPITAL TERRITORY OF DELHI ("NCT OF DELHI") TO THE STATE OF HARYANA AND ALTERATION IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

"RESOLVED THAT pursuant to the provisions of section 12, 13 and other applicable provisions, if any, of the Companies Act, 2013, read with rule 30 of the Companies (Incorporation) Rules, 2014 and other relevant rules applicable, if any (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to the confirmation of Central Government, power been delegated to Regional Director, consent of the members be and is hereby accorded for shifting the registered office of the Company from "NCT of Delhi" to the "State of Haryana" and for consequent amendment in clause II of the Memorandum of Association of the Company.

RESOLVED FURTHER THAT upon shifting of registered office being effective, the existing clause II of the Memorandum of Association of the Company be substituted and replaced with the following clause:

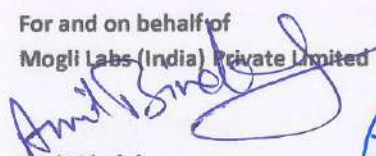
II. The Registered Office of the Company will be situated in the State of Haryana.

RESOLVED FURTHER THAT wherever the old address of the Company appears in the letterheads, stamps of the Company or elsewhere to be substituted by the new address and all the concerned offices and government authorities be intimated about such change.

RESOLVED FURTHER THAT any Director and/or Company Secretary of the Company, be and are hereby authorized to agree and make and accept such conditions, modifications and alterations stipulated by any one of the authorities, statutory or otherwise, while according approval as may be considered necessary and to appoint counsels and advisors, file applications/ petitions, issue notice, advertisements, obtain orders of shifting of registered office from the concerned authorities and take such steps and to do such acts, deeds and things as they may be deemed necessary and proper in this matter.

RESOLVED FURTHER THAT any Director and/or Company Secretary of the Company be and are hereby severally authorized to issue certified true copy of this resolution."

For and on behalf of
Mogli Labs (India) Private Limited



Amit Bindal

Company Secretary

M. No.: A17422

Address: A-1/122, 2nd Floor, Janakpuri, New Delhi - 110058



MOGLI LABS (INDIA) PRIVATE LIMITED

Registered Office:

Unit No. 305-310, Plot No. 9, 10 & 11
Vardhman Trade Centre,
Nehru Place, New Delhi-110019

Corporate Office Address:

Smartworks Corporate Park, Tower B,
1st Floor, Sector 125, Noida- 201303,
Uttar Pradesh, India.

CIN:
U72300DL2015FTC279856

 www.moglix.com
 compliance@moglix.com

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

SHIFTING OF REGISTERED OFFICE FROM "NATIONAL CAPITAL TERRITORY OF DELHI" ("NCT OF DELHI") TO "STATE OF HARYANA" AND ALTERATION IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.

The Company was incorporated under the provisions of the Companies Act, 2013. As per Clause II of the Memorandum of Association, presently, the registered office of the Company is situated in the NCT of Delhi.

With a view to improve the operational efficiency, your board of directors have decided in their meeting held on December 01, 2025, that the registered office of the Company be shifted from "NCT Of Delhi" to the "State of Haryana". The shifting of the registered office will help the Company to carry on its business more efficiently and economically and would provide administrative convenience. The proposed shifting will in no way be detrimental to the interest(s) of any member of the public, employees or other associates of the Company in any manner whatsoever.

In accordance with the provisions of section 12, 13 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, such shifting of registered office requires the Company to alter its Memorandum of Association and to obtain necessary approval of the members by way of special resolution. A copy of the Memorandum of Association as on date and a copy indicating the proposed amendments are available for inspection at the registered office of the Company on all working days except Saturday during business hours from 9 A.M. to 5 P.M.

Therefore, your board of directors recommends passing the resolution set out in item no. 1 as special resolution for shifting the registered office from "NCT of Delhi" to the "State of Haryana" and for altering Clause II (Registered Office clause) of the Memorandum of Association of Company.

None of the directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

For and on behalf of
Mogli Labs (India) Private Limited



Amit Bindal
Company Secretary

M. No.: A17422

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