

Form No. INC-33

e-MOA (e-Memorandum of Association)

[Pursuant to Schedule I (see Sections 4 and 5) to the Companies Act, 2013)]



Form language

English

Hindi

Refer instruction kit for filing the form.

All fields marked in * are mandatory

* Table applicable to company as notified under schedule I of the Companies Act, 2013

A - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES

(A - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES

B - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

C - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE AND HAVING A SHARE CAPITAL

D - MEMORANDUM OF ASSOCIATION OF AN UNLIMITED COMPANY AND NOT HAVING SHARE CAPITAL

E - MEMORANDUM OF ASSOCIATION OF AN UNLIMITED COMPANY AND HAVING SHARE CAPITAL)

Table A/B/C/D/E

1 The name of the company is

VASHISHTHA LUXURY FASHION LIMITED

2 The registered office of the company will be situated in the State of

Maharashtra

3 (a) The objects to be pursued by the company on its incorporation are:

1. To carry on the Business of fabricators, exporters and importers of all kinds of clothing, readymade garments, jewelry, footwear, handbags, beauty products and all accessories related to fashion & lifestyle products, high fashion handmade & machine- made Embroideries, or otherwise, and act as a manufacturers , weavers, dealers or otherwise, of silk, art silk, synthetic, woolen, cotton fabrics, nylon, polyester, acrylics, jute and other fibrous products including dressing and furnishing materials, uniforms, readymade garments, carpets and carpet backing, blankets padding knitted goods, woven bags , hosiery gloves, yarn and sewing thread in India or abroad.

2. To carry on the business of packing, grading, crimping, twisting, texturing, bleaching dyeing, printing, mercerizing or otherwise processing yarn, cloth, carpets, blankets and other textile goods, whether made from cotton, jute, wool, silk, art silk, synthetic and other fibers or blends thereof in India and abroad.

** Altered in EOGM held on 10th March 2023.

1. To amalgamate, enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint venture or reciprocal concession, or for limiting competition with any

individual, person or Company carrying on or engaged in, or about to carry on or engage in, any business or transaction, which the Company is authorized to carry on or engage in, or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company.

2. To purchase, take on lease, tenancy or in exchange hire or otherwise acquire any estate or interest and to take options over any property, whether movable or immovable and any rights or privileges which may be convenient for the purpose of its business or may enhance the value of any other property of the company.

3. To purchase, acquire, or undertake over the whole or any part of the business, profession, goodwill, property, contracts, agreements, rights, privileges, effects and liabilities of any person, firm or Company catering on or proposing to carry on or ceasing to carry on any business, profession, or activity which the Company is authorised to carry on, or possessed of property or rights suitable for the purpose of the Company and upon such terms and subject to such stipulations and conditions and at or for such price or consideration (if any) in money, Shares, debentures, money's worth or otherwise as may be deemed fit.

4. To sell, mortgage, exchange, grant leases, licenses, easements and other rights in respect of improve, manage, develop and turn to account or deal with in any manner the whole of the property, assets, investments, undertakings, rights and effects of the Company or any part thereof for such consideration as may be thought fit, including by way of shares, debentures, or securities of any other Company, whether partly paid up or fully paid up.

5. To apply for, secure, purchase, acquire by grant, legislative enactments, assignments, transfers, purchase or otherwise, carry out, develop or enjoy any charter, power, authority, franchise, patents, brevetted inventions, licenses, concessions, rights, or privileges and the like which any government, authority, Government, Authority, Public Body undertaking, company, firm, individual or organisation or any other public body may be empowered to grant for conferring any exclusive or limited rights of use thereof, or any secrets or other information on any such invention which may seem capable of being used for furtherance of any objects of the company, the acquisition of which may seem beneficial, either directly or indirectly to the company and to exercise, develop or grant licenses in respect thereof or otherwise use of such property, rights or

information so acquired, and to pay for, aid in and contribute towards carrying out the same, appropriate any of the Company's shares, debentures or other securities and assets and to incur expenditure in defraying necessary costs, charges and thereof, experimenting thereupon, testing or improving any such patents, licenses, concessions, inventions or rights.

6. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds, or Trusts for the benefit of, and give or procure the giving of donations, gratuities, pensions, allowances or emoluments or stock options to any persons who are or were at any time in the employment or service of the Company, or, of any Company which is a subsidiary of the Company or is allied to 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 of any such other Company as aforesaid, and the wives, widows, families and dependents of any such persons, and also establish and subsidise and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to or towards the insurance of any such persons as aforesaid and do any of the matters aforesaid, either alone or in conjunction with any such other Company as aforesaid.

7. To invest and deal with the moneys of the Company not immediately required in any manner.

8. To earmark, give or allot any shares or interests in the profits of the company business or any branch thereof, either as partly or fully paid, to the employees, officers, managers or servants of the company, whether carried on by means or through any agency or subsidiary company and for that purpose to enter into any arrangement, agreement or contract the company may deem think fit.

9. To adopt such means of making known and advertising the business of the Company as may seem expedient and in particular advertising in the press, public places and theatres, internet, by radio, by television, by circulars, by organizing or participating in exhibition and by granting prizes, rewards and donations.

10. To extend the business of the company from time in such manner as may be considered advisable by adding to, altering of, modifying, enlarging or developing all or any of the properties or assets of the company, both moveable and immovable, for the time being in existence or in possession of the Company and also by incurring,

expending and laying out from time to time such sums of money as the Directors of the Company may deem think, fit and as may be necessary or expedient for the purpose of improving, adding to, modifying to, removing, disposing or relocating within or outside the existing place of business, and altering all or any such properties or assets and pay for all such extensions, improvements, additions, modifications, removal, disposal, alterations and development either in cash, in kind, by way of advance or on account.

11. To apply for and acquire any statutory or other powers, rights and concessions

12. To become members of other bodies of persons and associations, including societies, clubs and Companies limited by guarantee, whether formed for profit or non-profit activities.

13. In accordance with the law for the time being in force to reserve or to issue as bonus shares to the members or otherwise to apply as the Company deems fit any money received by way of premium on any shares stock, mortgage, debentures stock of the Company.

14. 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 acquisition property by the Company, or the conduct of its business.

15. To promote, subscribe to, purchase, acquire by exchange or otherwise any share (whether fully paid or partly paid), stock, debentures, debenture-stock in or of any other body corporate or other securities of all kinds and to hold the same as investment or stock in trade and realize or sell the same.

16. To enter into contracts, agreements and arrangements with any other Company, Firm or person in India or abroad on behalf of the Company for the objects for which the company is formed.

17. To incorporate, procure or otherwise cause to create or procure any company, firm, organisation or undertaking, to be constituted, registered, formed or recognized in accordance with the provisions of statutes in force in any country abroad, in which country the company may desire to carry on any business.

18. To open any kind of account in a Bank, and to make, draw, accept, endorse, discount, execute and issue bills of exchange, promissory notes, warrants, debentures and other negotiable instruments or transferable instruments or

(b) *Matters which are necessary for furtherance of the objects specified in clause 3(a) are

securities.

19. To nominate directors or managers of any subsidiary Company or any other Company in which this Company is or may be interested.
20. To enter into any arrangement with any Government or authority, municipal, local or otherwise, that may seem conducive to the Company's objects or any of them, and to obtain from any such Government or authority all rights, concessions and privileges which the company may think it desirable to obtain and to carry out, exercise, and comply with any such arrangements, rights, privileges and concessions.
21. To pay any property or business either form of cash, shares or debenture stock of the Company or partly in one way and partly in another form either as investment or otherwise, and to acquire and hold shares, otherwise, in any other company having similar or altogether different objects or in part similar to those of the company, of carrying any other business capable of begin conducted, so as to directly or indirectly or benefit the company.
22. To undertake the payments of all rents performance of all covenants, conditions, terms and agreements contained in and reserved by any leases that may be granted or assigned to or be otherwise acquired by the Company.
23. To incur, pay, subscribe or guarantee money for any charitable, benevolent, education, public, general or other useful purpose, activity, Trade, Exhibition, Trade show, Training, Convention, Conference, workshop, or any other objects, whatsoever, conducted by any Government Authority public body undertaking company firm individual or organisation both nation and international, which may be or as may ape rear to be conducive directly or indirectly to the further of the objects of the Company or interests of its members or employees.
24. To issue all or any part of the capital of the company at par or at premium or as fully or partly paid up shares and to distribute any of the property or assets of the company amongst the members of the company in consideration of the amount due or in kind, in the event of winding up of the Company, subject to the provisions of the Companies Act, 2013
25. To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.
26. To carry on the business of giving on lease or rent, or sell under a scheme of hire-purchase or

installment, computers, digital / electronic equipments, computer hardware and software products, computer peripherals and consumables and accessories thereof;

27. To undertake and execute systems audits for persons owning or using computer systems and to generally assist them in the more economic and / or efficient utilisation therefore;

28. To provide consultancy services in regard to the design, development, manufacture and use of all products and things incorporated;

29. To undertake and execute job works in relation to and / or to give others job works in respect of, any of the business mentioned in the main and other objects of the Company.

30. To purchase or otherwise acquire in order to provide on lease or on hire purchase basis every kind of industrial household or office plant, equipment, machinery, instruments, appliances, apparatus or accessories or goods, articles or commodities of all kind or description, buildings, premises or other real estate or immovable property required for or in connection with industrial manufacturing processing, trading, commercial, transport or servicing or other business, activities or operations of every kind and description and to import, export, buy, sell, barter, exchange, pledge, make advance upon supply or otherwise deal in goods, produce articles and merchandise for the business of the Company.

31. To issue equity shares or stock options or to distribute as bonus, shares amongst the members or employees or Directors or to place as reserve as the Company may from time to time on such terms as may be deemed advisable either in cash or for consideration other than cash, and to determine any monies received in payment of forfeited shares and monies arising from the sale by the Company of forfeited shares or any monies received by way of premium on shares or debentures issued at a premium by the Company.

32. To buy all kinds of machinery, plants, equipments, tools, implements, apparatus gadgets, appliances, accessories, spare parts as and when needed for the purpose of manufacturing, preparing or preserving any of the articles of business and to have the same replaced from time to time.

33. To undertake and execute any trusts the undertaking whereof may seem desirable and either gratuitously or otherwise.

34. To open establish, maintain and to discontinue in India or overseas any offices, branch

offices, regional offices, trade centres, exhibition centres, liaison offices and to keep local or resident representative in any part of the world for the purpose of promoting the business of the Company solely or jointly with any other person company, corporation or body as the circumstances may require.

35. To obtain, hire purchase or rent facilities for the purpose of any business of the Company.

36. To procure the recognition of the Company under the laws or regulations of any other country and to do all acts necessary for carrying on any business or activity of the Company in any foreign country.

37. To negotiate and enter into agreements and contracts with Indian and foreign individuals, companies, corporations and such other organizations, associations 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 know-how, financial participation or technical collaboration and acquire necessary formulae and patent rights for furthering the objects of the Company.

38. To sell or dispose of whole or any part of the business or property of the Company either or together in portion(s), for such consideration as the Company may deem it, and in particular for cash shares, debentures or other securities of any company purchasing the same having objects altogether or in part similar to those of the Company.

39. To do all such other things as are incidental or conducive to the attainment of the Main Objects.

4 The liability of the member(s) is limited, and this liability is limited to the amount unpaid if any, on the shares held by them.

5 Every member of the company undertakes to contribute:

(i) to the assets of the company in the event of its being wound up while he is a member, or within one year after he ceases to be a member, for payment of the debts and liabilities of the company or of such debts and liabilities as may have been contracted before he ceases to be a member; and

(ii) to the costs, charges and expenses of winding up (and for the adjustment of the rights of the contributories among themselves), such amount as may be required, not exceeding * rupees.

(iii) The share capital of the company is rupees, divided into

5000000	Equity Share	Shares of	10	Rupees each	
---------	--------------	-----------	----	-------------	--

Attachments

First Subscriber (s) sheet

Subscription Page MOA.pdf

Declaration

Pursuant to resolution no. dated, I, on the behalf of Board of Directors, declare that following amendments have been adopted in Memorandum of Association:

The Company is Converting from Private Limited to Public Limited hence Name clause is to be altered accordingly.

To be digitally signed by

Name

ARCHANA ODIYA

Designation

Director

DIN

09475973

DSC